



THE CONSTITUTION OF

CENTRE FOR YOUTH OF HOPE

(CEYOHO)



ARTICLE 1

- a) The name of the society shall be Centre for Youth of Hope. (hereafter referred as **CEYOHO**)
- b) The official acronym of the organisation shall be **CEYOHO**.
- c) The Headquarters of the Society shall be based at **Tlokweng**.
- d) **CEYOHO** shall be a non- profit making and charitable organisation with power and authority to mobilise funds and other resources as described herein under in this Constitution.
- e) **CEYOHO** shall be an organisation for and by young People Living with HIV/AIDS.
- f) The Society shall affiliate to any AIDS Network organisation and institution locally, regionally and internationally.

MISSION STATEMENT

CEYOHO strives to reduce new HIV infections amongst the youth and improve their quality of life through the provision of prevention strategies and support services.

VISION STATEMENT

The vision of **CEYOHO** is to have on new HIV infections and a better quality of life for youth infected and affected by HIV/AIDS.

ARTICLE 2

INTERPRETATION AND DEFINATIONS

Unless otherwise specifically indicated in this constitution or the context indicates otherwise the following words and expressions shall have the following meaning:

- a) **Society** shall mean **Centre for Youth of Hope**.
- b) **Financial year** means the period of twelve (12) months commencing on 1st April to 31st March.
- c) **Executive Committee** shall mean the governing body of the Society appointed in terms of this Constitution.
- d) **Youth** shall mean anybody between **12** and **29** years old.
- e) **Member** shall mean any member infected by HIV from the ages of **12** years.
- f) **Senior member** shall mean any member above **29** years old infected by HIV.
- g) **Little CEYOHO** shall mean any child of a member between **0** and **19** years old.
- h) **P.L.W.H.A.** shall mean People Living with HIV and AIDS.
- i) **AIDS** shall stand for Acquired Immunodeficiency Syndrome.
- j) **HIV** shall stand for Human Immunodeficiency Virus.

- k) **Affected member** shall mean a member whose immediate family member is infected by HIV.
- l) **Founder member** shall mean the Director of the society being a permanent visionary leader.
- m) **Secretariat** shall mean the office in-charge of day-to-day running of the society.

ARTICLE 3 **OBJECTIVES**

- a) To promote counselling services to our peers, their families and the community.
- b) To promote sustainable income generating activities for members.
- c) To help promote abstinence, faithfulness to one sexual partner and condom usage.
- d) To encourage male involvement in the fight against HIV/AIDS.
- e) To network with the Church and other faith based organisations in prevention, care and support.
- f) To mobilise youth in the fight against HIV/AIDS.
- g) To promote health life skills for the pre adolescents and adolescents.
- h) To organise games, sports and recreational activities for members.
- i) To offer psychological support to orphans and vulnerable children.
- j) To network with youths from other support groups and institutions in the fight against stigma associated with HIV/AIDS.

ARTICLE 4 **MEMBERSHIP**

- a) Full membership shall be open to people living with HIV/AIDS and attained upon payment of an annual membership fee. Membership fee will be determined by the Executive Committee from time to time.
- b) All application for membership should be made through the Executive Committee and admitted by the secretary. Membership shall be limited.
- c) Associate membership is open to any organisation or individual interested in fostering the objectives of CEYOHO. Associate member will not be entitled to vote.
- d) A full member shall have the right to vote.

ARTICLE 5 **TERMINATION OF MEMBERSHIP**

- a) When the member dies.
- b) Withdraws his/her membership by writing to the secretary of the society.
- c) Expulsion by the Executive Committee for failure to comply with the rules and regulations of the Society.



- d) Commits an act, which in the eyes of the general membership amounts to misconduct, which would have an adverse effect of whatever nature to the Society.
- e) The Committee may co-opt additional member to the committee but co-opted member will not have voting rights.
- f) When an office bearer is terminated from membership he/she should do the handing over to the Executive Committee.
- g) Failure to attend two consecutive board and members meetings.
- h) There will be no refund for a member who resigns.
- i) A member may be suspended and/or expelled by the Executive Committee for breach of any provision of this constitution.
- j) Any dispute which may arise at any time shall be settled by the majority of membership at a general meeting, and such decision shall be final.
- k) Failure to pay the annual membership fee.

ARTICLE 6
EXECUTIVE COMMITTEE, ITS ELECTION AND QUALIFICATION, DUTIES AND POWERS

For the proper management and administration of the affairs of the CEYOHO, there shall be an Executive Committee consisting of ten (10) members five (5) of whom shall hold the respective positions of the Chairperson, the Vice Chairperson, Secretary, Vice Secretary, and the Treasurer, and five (5) of whom shall be additional members.

- a) A quorum of the Executive Committee shall be 50% (fifty percent) of the members thereof.
- b) The members of the Executive Committee shall be elected at an Annual General meeting from and by fully paid up members and may hold office for a maximum period of one (1) consecutive term of two (2) year each. In the event of re election, such member shall have had a grace period of one (1) further consecutive term.
- c) The Founder of CEYOHO shall be a member of the Executive Committee and shall be the Chief Executive Officer of the secretariat of the society.
- d) The Chairperson, or in his/her absence, the Vice Chairperson shall preside at all meetings of the Executive Committee and in the absence of both the Chairperson and the Vice Chairperson the members present shall elect one of their members to preside at the meeting.
- e) The executive Committee shall meet at least four times in a year at such place and time as it may decide.
- f) In the event of the death, resignation, removal, or disqualification of any member of the Executive Committee during his/her term of office, the vacancy so created may be filled by the Executive Committee by co-opting any member so eligible to become a member of the Executive Committee, until the next election, at an Annual General Meeting.



ARTICLE 7

DUTIES AND POWERS OF THE EXECUTIVE COMMITTEE

1. The Executive Committee shall have the following powers

- a) To accept donations, acquire, hire, let, transfer, pledge or otherwise disposable movable and immovable property of all kinds or any rights and interests therein or any other assets of any kind.
- b) To appoint sub-committees to deal with specific tasks.
- c) To deal with property and funds of the Society for the objects and purposes of the Society and enter into all such contracts and do all such other acts as may be expedient from time to time.
- d) To employ agents, and professional advisers and experts in any sphere when deemed necessary or advisable in the interest of the Society, and to set the remuneration of the same.
- e) The duties and obligations of the respective members of the Executive Committee shall be in the interest of the Society and as recognised and ascribed by the laws of Botswana.

2. The Chairperson shall:

- a) Provide sound and objective leadership of the Society and its general membership.
- b) Chair the meetings of the Annual General Meeting and Executive Committee.
- c) Act as the principal spokesperson on behalf of the general membership.
- d) Be the ultimate accountable officer of the Society to the membership.

3. The Vice Chairperson shall:

- a) Act on behalf of the Chairperson during his/her absence. In such times the Vice Chairperson exercise similar powers as vested in the Chairperson
- b) If the office of the Chairperson falls vacant the vice Chairperson shall act in that capacity until the Executive Committee elects a new Chairperson.

4. The Treasurer:

- a) Ensures and coordinates receipt of funds and other financial contributions made to the Society including membership fees.
- b) Ensures maintenance of proper books of accounts and ensures proper custody of related accounting documentation.
- c) Presents financial statements at the Annual General Meeting.
- d) Chairs the financial sub committee.
- e) Manages the assets of the Society.



- f) His/her signature shall be mandatory in all financial transactions countersigned by the Chairman and Secretary.

5. **The Secretary**

- a) Keep records of activities of the Society.
- b) Ensures the proceedings including minutes of all meetings of the Executive Committee are properly documented and properly maintained.
- c) Ensures the preparation and submission of Annual Returns and other documents as may be required by the Registrar of Societies.
- d) Maintains up to date membership register.
- e) Be the custodian of all official documents i.e. the constitution and the Certificate of Registration of the Society.
- f) Prepare and coordinate the preparation of reports for the Annual General Meeting and the Executive Committee.
- g) Prepare and issue notice and agenda of the Executive Committee and the Annual General Meeting.
- h) Undertakes such other duties as may be directed by the Executive Committee.

6. **The Vice Secretary:**

The Vice Secretary shall stand in for the Secretary if the Secretary is away or not able to attend.

7. **Additional members:**

- a) Provide backup official duties to the Executive Committee and sub Committees.
- b) Assist in the processing, recruitment and considerations of membership application forms.
- c) Undertakes such other duties as may be directed by the Executive Committee.

8. **Vacation of office by members of the Executive Committee.**

- a) A member of the Executive Committee shall vacate his office if he/she resigns by notice to the Chairperson.
- b) Is removed by the Annual General meeting in terms of the Constitution.
- c) Becomes of unsound mind.
- d) Is absent without leave or for other cause acceptable to the Executive Committee from its meetings for a period of two consecutive sittings.
- e) Dies.
- f) Is suspended or expelled for a period by the Executive Committee.
- g) A resolution of the Executive Committee declaring any member's office vacant shall be conclusive as to the fact and grounds of vacation.



ARTICLE 8
ANNUAL GENERAL MEETING

- a) The Annual General Meeting shall be held every year in the month of March.
- b) At the General Meeting half of the membership of the Society shall be a quorum.
- c) Voting at any General Meeting shall be by show of hands unless a secret ballot is requested by one half of those present and voting.
- d) Voting shall be personally or by proxy provided:
- e) The person voting shall be a member of the Society 48 hours before time fixed for the commencement of the meeting.
- f) Notice of the Annual General Meeting and the agenda items shall be circulated to all members by the Secretary not less than two weeks before the fixed date of the meeting.
- g) The Chairperson in his/her absence, the Vice Chairperson shall preside at a General Meeting. In the event that both are unable to attend the Executive Committee shall choose one member to act as AD-HOC Chairperson

The business to be transacted at the General Meeting shall be:

- 1. To amend the Constitution and uphold the principles of democratic management and good governance of the Society. The Constitution shall be amended by a decision of 50% (fifty percent) of the total paidup members present and such amendments shall be subject to approval of the Registrar of Societies.
- 2. The considerations and adoption of the annual financial statements of the Society for the preceding year.
- 3. The consideration and transaction of any business which the Executive Committee may deem expedient to submit to the meeting.
- 4. Ratify intruments such as the members' code of conduct.
- 5. To elect new office bearers.
- 6. Appoint auditors.
- 7. To discuss and evaluate all matters concerning the society for the preceding and following year.
- 8. A General Meeting may move a vote of no confidence on the Executive Committee with immediate effect and a new committee will be elected and penalties and measures to be taken against the outgoing committee shall be communicated to the general membership by the new Chairperson within seven days from the date of the General Meeting.



ARTICLE 9

SPECIAL GENERAL MEETINGS

The Executive committee may, on such dates and at such times and places as it may determine convene Special General Meetings in accordance with this Constitution determine, discuss and decide on any urgent business for a collective decision, which can not await for the Annual General Meeting.

Notice of every Special General Meeting shall be posted to every member by the Secretary at least 14 clear days before the date of the meeting and shall state:

- The business for which the meeting is convened; and
- The resolution (s) which it is proposed the meeting should adopt; provided that should it be a matter of urgency, as to which the Executive Committee shall be sole judge, such shorter periods of notice as the Executive Committee may determine may be given.
- No business other than that for which a Special meeting has been convened may be dealt with.

ARTICLE 10

PROVISIONS COMMON TO ALL MEETINGS

- a) The quorum at the Annual General Meeting or Special meeting shall be 50% (fifty percent) of members of the CEYOHO present in person. If on that day appointed for the holding of Meeting there shall not be a quorum present at the time appointed for the meeting or within thirty (30) minutes thereafter, no business shall be dealt with,
- b) Any meeting of members at which a quorum shall be present, may be adjourned to such time, date and place as may be decided at the meeting,
- c) No business shall be transacted at an adjourned meeting other than the business competent to be considered and uncompleted at the meeting which was adjourned.
- d) The Secretary shall keep minutes of the proceedings of every meeting of members. Such minutes shall be made available to all members.
- e) The Chairperson shall in an event of an equality of votes, have a second or casting vote in addition to his deliberate vote.

ARTICLE 11

FINANCE

- a) CEYOHO shall seek financial support from donor agencies, private sectors, and the government in form of grants and donation to finance its programs.
- b) The organisation shall raise its own financial resources in ways determined by the Executive committee, in conformity with laws governing societies in Botswana.
- c) Funds shall only be used in accordance with the objects of the organisation and for purposes for which they were solicited.



- d) CEYOHO shall invest its financial resources in such a manner as may be determined by the Executive Committee from time to time. Funds generated from such investments shall be treated as income and managed in similar manner like other funds.
- e) Books and accounts and other related documentation shall be maintained and kept in safe custody for such periods that are consistent with the laws of Botswana.
- f) The Chairperson, Secretary and Treasurer shall be signatories to the accounts of the society.
- g) The Treasurer's signature shall be mandatory to all transactions.
- h) All accounts shall be opened in the name of CEYOHO.
- i) Financial reports and audited statements of account shall be prepared annually and presented at the Annual General Meeting, to the registrar societies and donors.
- j) Auditors shall audit once in every financial year.
- k) All transactions shall be approved by the Chief Executive Officer of the society.

ARTICLE 12

DISSOLUTION, DISPOSAL OF ASSETS AND LIABILITIES

In the event the Executive Committee or Annual General Meeting deciding that it is no longer able to exercise control of the Society and it becomes apparent that good and sufficient reason exists for the closing and dissolution of the activities under the control of the Society, then and in such event, the Society shall be dissolved.

Any funds or assets standing to the credit of CEYOHO shall be applied as follows:

- a) Settlement and payment of all outstanding debts and liabilities in accordance with the laws of Botswana and all costs and expenses incurred in the dissolution of the Society.
- b) The remaining balance, if any shall be paid including assets to such organisations or bodies as CEYOHO may in its discretion deem suitable and for charitable purposes, failing to which the minister responsible for the management of Nongovernmental Organisations (NGOs) in the country shall decide on the distribution of the remaining balance.

Before deciding to dissolve CEYOHO, the following actions shall be mandatory:

- a) There must be at least thirty days notice to members.
- b) The notice convening the meeting shall specify that it is called in accordance with the provisions of this constitution setting out the resolution for dissolution which is to be put to the meeting.
- c) The meeting for the purpose of dissolving the Society shall not proceed to business unless two thirds of the membership is present. If this quorum is not constituted, the meeting shall be adjourned and reconvened fourteen (14) days later with notices being sent as aforesaid.
- d) A clear majority of not less than 50% (fifty percent) paidup members present at a duly convened meeting called in accordance with the provisions of this clause must



be attained before the resolution to dissolve the Society specified in the notice convening the meeting can be declared to have passed.

ARTICLE 13
BOTSWANA LAW TO APPLY

In relation to this constitution and any matter arising out of or in connection with its application and interpretation, the law of the republic of Botswana shall apply. In this regard, the courts of Botswana shall have exclusive jurisdiction to determine all matters arising out of or connected therewith.

