

THE

CONSTITUTION

OF



ATHEIST SOCIETY OF NIGERIA

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PREAMBLE

- a) We the members of **ATHEIST SOCIETY OF NIGERIA**, a non-profit and non-political organization, do firmly and solemnly resolve to come together as one body to be bound and be governed by the provisions of this Constitution, do hereby make and give to ourselves this constitution.
- b) This constitution shall be supreme and shall have binding force and authority over every member of this **SOCIETY**.
- c) **INTERPRETATION**
- i. In this constitution, the "Act" means the Companies and Allied Matters Act, 1990.
 - ii. The "**Society**" means "**ATHEIST SOCIETY OF NIGERIA**".
 - iii. The "**Constitution**" means the constitution of **ATHEIST SOCIETY OF NIGERIA**.
- d) Unless the context otherwise requires, words, phrases and other expressions contained in this Constitution bear the same meaning as in the Act and if not in the Act then as in the interpretation Act, Laws of the Federation of Nigeria 2004.
- e) This Constitution shall constitute the entire regulations expressly binding upon the SOCIETY in the conduct and exercise of its affairs, unless and until accordingly amended by the SOCIETY at a General Meeting, and in the absence of any regulation hereunder expressly governing the conduct or exercise of any matter, the provisions of the Act shall govern the same absolutely.
- f) The SOCIETY shall be non-profit-making in nature and committed to the improvement of the lives of its members within and outside Nigeria.

ARTICLE 1: NAME

The name of the SOCIETY shall be INCORPORATED TRUSTEES OF ATHEIST SOCIETY OF NIGERIA.

ARTICLE 2: REGISTERED ADDRESS

The Registered address of the Association shall be in Nigeria.

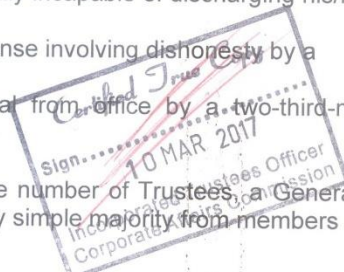
ARTICLE 3: AIMS AND OBJECTIVES

1. To promote peaceful and socio – cultural Unity in Nigeria
2. To cater for the welfare of its members.

3. To promote Humanism and Secularism.
4. To promote rational, scientific and critical thinking.
5. To work with other organizations in pursuit of common goals.
6. To do all things necessary and incidental to the achievement of the above objectives

ARTICLE 4: THE BOARD OF TRUSTEES

1. The Trustees of **ATHEIST SOCIETY OF NIGERIA** in compliance with the Companies and Allied Matters Act No. 1 of 1990, "Part C" shall be elected at a General Meeting of the founding members charged with the responsibility of selecting the Trustees with a two-thirds majority of votes of members.
2. Such Trustees hereinafter referred to as "The Trustees" shall not be less than Two (2) and not more than Ten (10) in number, and shall be referred to as "Incorporated Trustees of **ATHEIST SOCIETY OF NIGERIA**."
3. A Trustee may hold office for a term of ten (10) years, subject to re-election for a second and final term of ten (10) years.
4. A trustee shall cease to hold office if he/she:
 - a) Resigns his/her office;
 - b) Ceases to be a member of Atheist Society of Nigeria;
 - c) Becomes deceased or mentally incapable of discharging his/her duties;
 - d) Is declared bankrupt;
 - e) Is convicted of a criminal offense involving dishonesty by a court of competent jurisdiction; or
 - f) Is recommended for removal from office by a two-third-majority vote of members of the society.
5. Upon a vacancy occurring in the number of Trustees, a General Meeting shall be held to elect a replacement by simple majority from members of the Society



ARTICLE 5: FUNCTIONS OF TRUSTEES

1. The Trustees shall apply to the Registrar-General, Corporate Affairs Commission for a Certificate of Incorporation of the Association under the Companies and Allied Matters Act 1990.
2. The Trustees shall have power to accept and hold in trust all land belonging to the Society, and to acquire Land on behalf of the Society subject to such conditions as the Corporate Affairs Commission may impose.
3. There shall be vested in the Trustees all the property of the Society which shall be controlled as hereinafter provided.

4. A simple majority of the Trustees shall have the power to direct the Executive Council to convene a General Meeting. In the event that the Executive Council refuses or neglects to convene the General Meeting as directed, the Trustees shall have the power to convene such meeting by a making a resolution to that effect and issuing a Notice of Meeting duly signed by a simple majority of the Trustees.
5. The Trustees shall have the power to summon any member of the Executive Council to give account to the Trustees, as may be required.
6. Any resolution of the Trustees may be rescinded or varied from time to time by a two-thirds majority of the members of the Society present in a Meeting called for that purpose.
7. The Trustees shall keep inventory of all the properties and equipment of the Society.

ARTICLE 6: GOVERNING BODY

The governing body of the Society shall have the responsibility of formulating policies and decisions that will enhance the smooth running of the activities of the Society to achieve its desired goal and objectives. There shall be established an Executive Council which shall be known as the governing body, comprising of the following officers:

1. The President;
2. Vice President;
3. General Secretary;
4. Public Relations Officer;
5. Treasurer; and
6. Financial Secretary.



ARTICLE 7: MEMBERSHIP

A member of the Society shall be an atheist who is registered with the Society and who pays his/her dues.

ARTICLE 8: FUNDING

For the purpose of raising and generating funds and other resources (in cash or in kind) for the realization of its aims and objectives, the **SOCIETY** may:

1. Accept donations (whether cash and/or in kind) from individuals, corporate bodies, associations and foundations in Nigeria or elsewhere;
2. Receive grants or assistance from individuals, Trusts, foundations and other charitable or Philanthropic Associations in Nigeria or elsewhere;
3. Receive dues as fixed by the governing board of the Society; and/or
4. Receive personal and voluntary donations.

ARTICLE 9: DISBURSEMENT AND APPLICATION OF FUNDS

All funds belonging to the Society shall be appropriated or disbursed solely to achieve the objectives of the Society.

ARTICLE 10: KEEPING OF ACCOUNTS

In keeping the accounts of the Society, the following shall be observed;

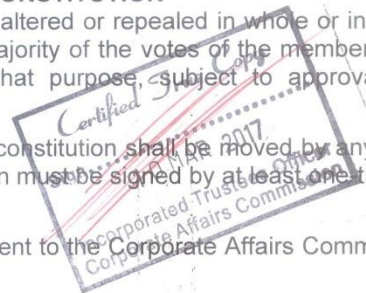
1. The financial year of the Society shall commence from one Annual General Meeting (AGM) to the next AGM.
2. The society shall maintain a current account in NAIRA and USD
3. Signatories to the Society's' account shall be the President, Financial Secretary and the treasurer. Any two (2) of the three (3) signatories, one of which must be the President shall operate the account.

ARTICLE 11: APPOINTMENT OF AUDITORS

1. Independent, qualified and licensed Auditors shall be appointed at the general meeting to audit the financial records of the society annually and submit an audited report to the Annual General Meeting of the Society.
2. The audited financial statement (balance sheet and the income and expenditure account) duly certified by independent auditors shall be annexed to the Annual returns and filed with the Corporate Affairs Commission.

ARTICLE 12: AMENDMENT OF THE CONSTITUTION

1. This Constitution may be amended, altered or repealed in whole or in part by a resolution passed by a two-thirds majority of the votes of the members present at a General Meeting called for that purpose, subject to approval by the Corporate Affairs Commission.
2. A motion for the amendment of the constitution shall be moved by any member desiring the amendment, such motion must be signed by at least one-third of the members of the Society.
3. The amended constitution shall be sent to the Corporate Affairs Commission for approval.



ARTICLE 13: DISSOLUTION

1. The Association may be dissolved by a resolution passed by two-thirds majority of the trustees or members of the Society at a General Meeting of the Society or a meeting of the board of trustees as the case may be, in which the issue is listed as an item of business at the said meeting.
2. The dissolution shall take effect from the day the resolution is passed and the Board of Trustees shall be responsible for the winding up of the assets and liabilities of the Society.
3. If any property remains after all the debts and liabilities of the Society have been paid, same shall not be paid to, or distributed among, the members of the Society but shall be given or transferred to some other institution or institutions having objects similar to the object of the Society.

ARTICLE 14: COMMON SEAL

1. The Trustees shall have a common seal.
2. Such common seal shall be kept in the custody of the General Secretary who shall produce it when required for use by the Trustees.
3. All documents to be executed by the Trustees shall be signed by them or by an agent duly authorized by the trustee and sealed with the common seal.

ARTICLE 15: MEETINGS

For effective administration of the Society and its activities, there shall be the following meetings:

1. Annual General Meeting (AGM);
2. Emergency General Meeting (EGM);
3. Board of Trustees Meeting (BTM); and
4. Executive Council Meeting (ECM).

ARTICLE 14: QUORUM

The quorum of the meetings shall respectively be as follows:

1. Board of Trustees Meeting: one-third of members of the members shall form a quorum.
2. Executive Council Meeting: one-third of members shall form a quorum.
3. Annual General Meeting: one-third of members present shall form a quorum.
4. Emergency General Meeting: one-third of the members shall form a quorum.

ARTICLE 15: NOTICE OF MEETING

1. The General Secretary shall not later than 14 days before an annual general meeting, give notice of the meeting to every member of the Society and the business of the meeting.
2. The General Secretary shall not later than 7 days before an emergency meeting, give notice of the meeting to every member of the Society and the business of the meeting.
3. The General Secretary shall not later than 7 days before a board of trustees meeting, give notice of the meeting to every member of the board of trustees of the Society and the business of the meeting.
4. The General Secretary shall not later than 7 days before an Executive Council Meeting, give notice of the meeting to every member of the Executive Council of the Society and the business of the meeting.

ARTICLE 16: ADOPTION OF SPECIAL CLAUSE

1. **THE INCOME AND PROPERTY** of the Society howsoever derived shall be applied solely towards the promotion of the objects of the Society as set forth in this Constitution: and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus, or otherwise however by way of profit, to the members of the Society.




2. **PROVIDED** that nothing herein shall prevent the payment, in good faith, or reasonable and proper remuneration to any officer or servant of the Society in return for any service actually rendered to the Society.
3. **NO** remuneration or other benefit in monies or money's worth shall be given to the governing body or any member of the Executive Council except such repayment is for out of pocket expenses or reasonable or proper rent for premises demised, or let to the Society or reasonable fees for services rendered.
4. **NO ADDITION**, alteration, or amendment shall be made to or in the Constitution for the time being in force, unless the same has been previously submitted to and approved by the Registrar-General of the Commission.
5. **IN** the event of a winding up or dissolution of the Society and if there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be distributed among the members of the Society but shall be given or transferred to some other Institution or institutions having objects similar to the objects of the Society and the body or bodies are prohibited from distributing its or their income and property amongst its or their members to an extent at least as great as is imposed on the Society under or by virtue of the **SPECIAL CLAUSE** hereof, such institution or institutions to be determined by the member of Society. If effect cannot be given to the aforesaid provision then the property shall be transferred to some charitable body or object.


SIGNATURE OF PRESIDENT/DATE

08/03/2017

IGWILO CALISTUS
TEL NO.08033417102


SIGNATURE OF GENERAL
SECRETARY/DATE

08/03/2017

ADEBAYO OPADEYI
TEL-08122356701