

The background of the cover features a large, diagonal blue band. A wooden gavel is positioned diagonally across the lower half of the image. A magnifying glass with a yellow border is focused on the word "CONSTITUTION" which is written in bold, yellow, capital letters. The gavel's head is on the right, and its handle extends towards the left.

CONSTITUTION

**CONSTITUTION OF THE NATIONAL
ASSOCIATION OF GHANA INSURANCE
AGENTS (NAGIA)**

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A. PREAMBLE

1. Whereas we the Insurance Agents of Ghana Insurance Association registered under National Insurance Commission (N.I.C.) as required by the laws of Ghana;
2. Being aware of the need to regulate our professional conduct in order to attain the highest professional standard, and
3. Deeply conscious of our responsibilities,
4. Do hereby establish and adopt this constitution.

B. DEFINITIONS

1. **Congress:** A meeting of delegates designated as a biennial general meeting to be held at a place to be determined and notified by the National Executive Committee (NEC).
2. **Central Committee:** A meeting of all local presidents, regional executives and NEC.
3. **National Executive Committee:** A meeting of all national executive members.
4. **Member:** An individual who is licensed by the National Insurance Commission (NIC) becomes a member of the Association.
5. **Principal:** The insurance company in which the individual member belongs or works for/with.
6. **Member in good standing:** An individual member who has a valid NIC license and has fulfilled/continually fulfills all financial obligations to the Association.
7. **Association:** National Association of Ghana Insurance Agents, herein known as NAGIA or 'The Association'.
8. **Region:** A geographical area within the country with a sizable number of members as demarcated by the NEC and approved at the congress.
9. **Local President:** Duly elected presidents of agents in the respective insurance companies.

ARTICLE 1: NAME OF THE ASSOCIATION AND LEGAL STATUS

The Association shall be known, called and addressed as the National Association of Ghana Insurance Agents hereinafter referred to as NAGIA or 'the Association'. The Association shall be registered as a Company Limited by Guarantee.

ARTICLE 2: AIMS AND OBJECTIVES

1. To organize and unite all insurance agents operating within the Insurance Industry in Ghana.
2. To seek and ensure the welfare of all members.
3. To advance the educational, economic, and social interests of members.
4. To encourage and maintain the strictest professional and disciplinary standards necessary for enhancing the integrity of NAGIA within the insurance industry, (maintenance of professional standards, discipline, and etiquette).
5. Assist members to enforce their legal rights or obtain legal assistance in their agency operations/agreements.
6. Endeavor to settle disputes between members and their principals.
7. Foster cordial relations between NAGIA and other stakeholders/branches/arms within the Insurance Industry.
8. To promote the interests of members to the insurance industry, umbrella association, government and the public through various advocacy roles.
9. To carry out advocacy with the central government and other organizations with a view to influence policy and decisions that are in the interest of NAGIA, its members, clients and the insurance industry.
10. Confer, honour or award deserving members.

ARTICLE 3: POWERS OF NAGIA

In pursuance of the objectives set out in article two (2), NAGIA shall have the following powers:

1. Acquire property for any purpose of NAGIA, and lease, deal with and dispose of that property.
2. Use the funds of NAGIA for paying the costs and expenses incurred by NAGIA in carrying out any of its objectives.
3. To revoke the membership of any member for non-adherence to the Code of Ethics and Conduct of the association or for unethical conduct.
4. Demand and receive payment of registration fee or/dues payable by members.
5. To do all such lawful things as are incidental or necessary to the achievement of the objectives of the association.
6. Organize conferences and seminars for members and the general public in relation to matters pertaining to insurance for the purposes of sensitizing, informing and educating.

ARTICLE 4: MEMBERSHIP

Every Agent upon being licensed by the National Insurance Commission shall qualify to be a member of NAGIA and upon becoming a member pay dues to NAGIA.

4.1 Procedure for Membership Application

By duly registering with the National Insurance Commission of Ghana and being licensed as such. Membership shall be opened to all duly licensed agents.

4.2 Renewal of Membership

Membership will be renewed periodically at such times and in a manner to be prescribed by Congress.

4.3 Revocation/Suspension or Loss of Membership

Membership of the Association shall be terminated or suspended on the following grounds:

- a. Resignation in writing by any member to the Secretary.
- b. Where a member is expelled from membership by the Disciplinary Committee in the exercising of its duties on the grounds of non-adherence to the Code of Ethics, unethical conduct or behavior.
- c. Failure of a member to honour his/her financial obligations to the Association.
- d. For the duration within which a member is without a principal.
- e. Cessation on the part of any member to qualify as an Insurance Agent by reason that the member has failed to satisfy the requirements of the National Insurance Commission (NIC).

4.4 Reinstatement/Re-application of Membership

- a. A member who has been suspended shall be automatically reinstated at the expiration of the period of suspension.
- b. A member expelled from the Association may re-apply in writing to the National Executive Committee for reinstatement of his/her membership after a period of one (1) year from the date of the expulsion.

4.5 Rights of Members

The rights of members of the Association shall be as follows:

- a. To participate in general meetings and propound any ideas which are consistent with the objects of the Association.
- b. Utilize any services that may be provided by the Association.

- c. To participate in decision making, vote in meetings and select delegates that will vote at Congress.
- d. To stand for election or serve on any committee formed by the Association.

4.6 Duties of Members

The duties of members shall be the following:

- a. To foster, support and observe the aims of the Association.
- b. To observe strictly the rules, regulations, code of conduct and instructions and such legislation supported by the Association affecting the insurance industry in general and insurance agents in particular.
- c. To uphold the prestige of the Association and its members.
- d. To pay the prescribed fees, subscriptions, levies and fines when due.
- e. To comply with the directions and decisions of the Central Committee made pursuant to the powers conferred on the Central Committee.
- f. To report any unethical practice by any member to the Central Committee.

ARTICLE 5: STRUCTURES

The following shall consist of the structures of the Association.

- Congress.
- Patrons
- Central Committee.
- National Executive Committee.
- Regional Representatives.
- Local Representatives.

5.1 Congress

Members in meetings: The Association shall hold Biennial General Meeting presided over by the National President. Extraordinary General Meetings may be held upon the requisition of members in line with the provisions of the constitution. The members in Biennial General Meetings or Extraordinary Meetings shall constitute the highest decision-making structure of the Association.

5.2 Patrons

The Association shall have the following members as Patrons:

- a. Two (2) Past National Executives of NAGIA.
- b. One (1) representative from the National Insurance Commission (NIC).
- c. One (1) representative from the Ghana Insurers Association (GIA).
- d. One (1) representative from Chartered Insurance Institute of Ghana (CIIG)
- e. Two (2) representatives from any of the legal/business professional associations.

5.3 Central Committee

- 1. The Central Committee shall be the governing body of the Association.
- 2. The Central Committee shall give strategic and policy guidance to the Association.
- 3. The Central Committee shall be guided by the preamble to this Constitution in the attainment of the objectives of the Association.
- 4. The membership of the Central Committee shall be as follows:

- a. All the National Executive Committee Members of the Association.
 - b. The Immediate Past National President of the Association.
 - c. All Presidents of Regional Branches of the Association.
 - d. All Secretaries of Regional Branches of the Association.
 - e. All Organizers of Regional Branches of the Association.
5. The decisions of the Central Committee shall be final and binding on all members of the Association.
 6. The Central Committee shall consider and recommend to the Congress for approval of the affiliation or withdrawal of the Association to or from local and international bodies.
 7. The Central Committee shall be responsible for filling a vacancy created on the Committee by reason of death, resignation, removal, infirmity of mind or ill health preventing the executive from carrying on his/her duties.
 8. The Central Committee may caution, suspend, or expel any executive who is proved, to the satisfaction of the Central Committee after being given the opportunity to be heard, to be guilty of gross misconduct or of acting against the interest of the Association.
 9. The Central Committee may suspend an executive member on proven grounds of gross misconduct by the vote of not less than two-thirds of its membership.
 10. Any executive member suspended or expelled by the Central Committee shall have a right of appeal to the Patrons whose decision of otherwise shall be reviewed by the Central Committee.
 11. In the absence of Congress, the Central Committee shall interpret the provisions of this Constitution where there is a conflict and make a determination on any point which has not been provided for by this Constitution.

5.4 National Executive Committee (NEC)

1. There shall be a National Executive Committee (NEC) whose members shall be responsible for the day- to-day business of the Association.
2. None of the National Executive Committee members shall be a full time officer.
3. The National Executive Committee shall have the following officers who shall perform the functions specified in this Constitution:
 - a. National President
 - b. National Vice President.
 - c. General Secretary.
 - d. Deputy General Secretary.
 - e. Financial Secretary.
 - f. Deputy Finance Secretary.
 - g. Organizer / Communicator.

5.4.1 The National President shall

- a. Preside over all meetings of the Association.
- b. In conjunction with the National Executives, have oversight for the administration of the Association at all levels.
- c. Submit annual reports of the National Executive Committee to the Patrons, Central Committee and members at Congress.

5.4.2 The National Vice President shall:

- a. Assist the National President in the discharge of his/her functions.
- b. In the absence of the National President, preside over all meetings at which he/she is present.
- c. Perform any function that may be assigned by the National President from time to time.

5.4.3 The General Secretary shall:

- a. Directly oversee and supervise the work of the National Secretariat.
- b. Record minutes of all meetings of the National Executive Committee, the Central Committee and Congress.
- c. Keep records and correspondences of the Association.
- d. In consultation with the National President, prepare agenda for all meetings and notify members accordingly.
- e. Perform any functions that may be assigned by the National President on behalf of the National Executive Committee from time to time.

5.4.4 The Deputy General Secretary shall:

- a. Assist the General Secretary in the discharge of his/her functions.
- b. In the absence of the General Secretary, perform all the functions of the General Secretary.
- c. Perform any functions that may be assigned by the General Secretary.

5.4.5 Financial Secretary shall:

- a. Ensure proper books of accounts are maintained by the Association.
- b. Ensure preparation of the annual budget of the Association and submit same through the Administration/Finance Committee to the National Executive Committee for approval at the Central Committee meeting.
- c. Ensure that all funds of the Association are kept in accredited banks and accounts.
- d. Ensure that the financial statements of the Association are audited and presented to members at Central Committee/Congress

5.4.6 Deputy Financial Secretary shall:

- a. Assist the Financial Secretary in the discharge of his/her functions.
- b. In the absence of the Financial Secretary, perform all the functions of the Financial Secretary.
- c. Perform any functions that may be assigned by the Financial Secretary.

5.4.7 National Organizer / Communicator shall:

- a. In consultation with the other executives, plan and execute all activities of the Association.
- b. Ensure that the public is well informed about the Association.
- c. Ensure that the Association maintains a good image.
- d. Publicize and advertise the activities of the Association.
- e. Shall be assisted by all the Regional Organizers.

5.5 National Secretariat

1. There shall be an established National Secretariat of the Association made up of an Office Assistant/ Secretary and Support staff as the National Executive Committee may appoint from time to time.
2. The National Executive Committee shall determine the conditions of service and remuneration of the staff so appointed at the National Secretariat and report the same to the Central Committee.
3. The Secretariat shall carry out the following functions:
 - a. Day-to-day administration of the Association.

- b. Serve as a liaison between the National Executive Committee and the Regional Branches.
- c. Ensure the proper keeping of records, accounts, preparation and production of reports of the Association.
- d. Carry out the directives of the National Executive Committee.

5.6 Regional Branches of the Association

1. There shall be a regional branch of the Association established in regions as demarcated by the NEC.
2. Every regional branch of the Association shall have the following officers with duties aligned to those of the National Executive Officers to be exercised at the regional branch:
 - a. Regional President.
 - b. Regional Vice President
 - c. Regional Secretary.
 - d. Regional Financial Secretary
 - e. Regional Organizer/ Communicator.

5.7 Regional Executive Committee

Each regional branch of the Association shall have an executive committee comprising the following:

- a. All Regional Officers.
- b. The immediate past Regional President.

5.8 Functions of Regional Executive Committee

The functions of the Regional Executive Committee shall include:

- a. Promotion of the objectives of the Association within the respective regions.
- b. Administration and management of the affairs of the Association within the regions.
- c. Organize and promote educational and social activities for members within the regions.

ARTICLE 6: STANDING COMMITTEES

6.1 Composition

The Association in addition to the elective committees shall have National and Regional Standing Committees and or Ad hoc Committees. Membership of these committees shall comprise members of the association or non-members co-opted as members of the committees.

1. The National Executive Committee shall appoint the following standing committees:
 - a. Administration/Finance Committee.
 - b. Welfare/Membership Committee.
 - c. Complaints/Discipline Committee.
 - d. Elections Committee.
 - e. Advocacy Committee.
 - f. Education Committee.
2. Each committee shall consist of not less than five (5) and not more than seven (7) members.
3. Each committee shall have a tenure of two (2) years.
4. The National Executive Committee shall appoint an Ad hoc Committee as and when required.

6.2 Functions of Standing Committees

The functions of the standing committees shall include:

1. Administration/Finance Committee

The committee shall have responsibility for the financial and administrative matters of the Association during periods in between meetings of the National Executive Committee.

- a. Membership shall be made up of the National President, General Secretary, Financial Secretary, and a maximum of four (4) members of the Association appointed by the National Executive Committee.
- b. The committee shall meet periodically to deliberate on matters pertaining to the Association.
- c. The National President shall chair any of the proceedings he/she is a member of, otherwise the panel at its sitting shall elect one of the members as chairman/chairperson.
- d. The committee shall have oversight responsibility for all financial matters of the Association and ensure proper financial income and expenditure records/books are kept.
- e. The committee shall submit proposals for the payment of remuneration and allowances for the National Executive Committee Members and staff of the Secretariat to the Central Committee meeting for approval and adoption.
- f. The committee shall be responsible for the preparation of an annual budget for submission to the Central Committee/Congress for approval and adoption.
- g. The committee shall ensure the preparation of annual financial statements to be audited by external auditors for presentation to members at Central Committee/Congress.

2. Welfare/Membership Committee

The Welfare/Membership Committee shall have responsibility for promoting member welfare, determining instances in which welfare applies, benefits payable as welfare, awarding welfare benefits to members as well as promoting the Association to non-members.

- a. The committee shall consist of not more than seven (7) members.
- b. Membership shall comprise the National Vice President, Financial Secretary, National Organizer and four (4) Regional Organizers.
- c. The National Vice President shall chair the Welfare Committee and its proceedings; in his/her absence the committee at its sitting shall elect one of the members as chairman/chairperson.
- d. The committee shall submit a proposal on welfare benefits payable and specific situations that qualify for welfare benefits to the Central Committee/Congress for approval and adoption.
- e. The committee shall identify strategies to reaching non-members and coordinate the implementation of these strategies nationwide.

3. Complaints/Discipline Committee

The complaints/discipline committee shall have the responsibility of enforcing the provisions of the Code of Ethics and Conduct of the Association and shall convene to hear and rule over disciplinary cases of members of the Association.

I. Composition/Procedure

- a. The committee shall consist of not more than seven (7) members.
- b. Membership shall comprise the National Vice President, General Secretary, three (3) regional executives and an ex-officio member who shall preferably be a lawyer or a member of any of the chartered professions.

- c. The committee shall sit in panels of three, five and seven members for a disciplinary proceeding.
- d. The National Vice President shall chair the committee and its proceedings; in his/her absence the committee at its sitting shall elect one of the members as chairman/chairperson.
- e. The full membership of the Complaints/Discipline Committee shall meet once a year.
- f. The committee shall agree and document its governing guidelines for all hearings/sittings during an inquiry.
- g. Ensure that all members and officers uphold, protect the integrity and reputation of the Association.

II. Conduct of Hearing

- a. A complaint shall be formally lodged in writing and addressed to the Complaints/Discipline Committee.
- b. The committee shall receive complaints against the Association and its members and determine the credibility or otherwise of the complaints.
- c. Where the committee determines that the complaint against a member is credible, a formal hearing will be conducted and the complainant and member against whom the complaint has been lodged shall be entitled to attend the proceedings.
- d. Ensure that any member who is summoned to appear before the committee has been served with sufficient notice in any case not less than two (2) weeks' notice in writing.
- e. The member so summoned shall appear by him/herself or together with a counsel and shall be given the opportunity to be heard and defend him/herself.
- f. The committee shall determine the appropriate sanctions to apply against members who are found to be in breach of this Constitution and the Code of Ethics or committed an indiscipline act.
- g. Any member charged or found guilty may write to the National Executive Committee with grounds for a review of the decision of the committee.
- h. Where the National Executive Committee finds the grounds reasonable, the National Executive Committee shall constitute a three-member ad hoc panel to consider the matter and review the process and decision.
- i. The decision of the ad hoc committee shall be final.

4. Advocacy Committee

The Advocacy Committee shall have the responsibility of providing direction for the Association's advocacy efforts. Specifically, the committee shall:

- a. Develop advocacy strategy for the Association.
- b. Influence the development of new and existing legislation where it impacts members.
- c. Facilitate advocacy on behalf of the Association.
- d. Examine policy issues and assist the Association in setting up common positions and advocacy strategies.
- e. Be responsible for collaborating with membership, committees, etc. on key strategies, challenges and needs of the association, its members and industry.
- i. **Composition and Procedures:**
 - a. The committee shall consist of not more than seven (7) members including a chairperson, vice-chair, secretary, and legal advisor.
 - b. Members of the committee shall serve a two (2) year term and may be reappointed for one additional term of two (2) years.
 - c. Members would be nominated by NEC.

- d. The committee shall provide quarterly reports to the NEC on its activities.

5. Education Committee

The Education Committee shall have responsibility for ensuring continuous education of members of NAGIA. Specifically, the committee shall:

- a. Plan, coordinate and implement continuing education for membership such as through workshops and other programs.
 - b. Identify training areas or needs of members and organize trainings or identify training programs to address them.
 - c. Ensure members participate in continuous professional education to enhance their knowledge and skills.
 - d. Sensitize the public on the rights and responsibilities of clients, the reporting procedures, and the structure of the insurance industry.
- i. **Composition and Procedures:**
- a. The committee shall consist of not more than seven (7) members including the chair, secretary and a programs officer.
 - b. Members of the committee shall serve a two (2) year term and may be reappointed for one additional term of two (2) years.
 - c. Members would be nominated by NEC.
 - d. The committee shall provide quarterly reports to the NEC on its activities.

ARTICLE 7: ELECTIONS

7.1 Holding of Elections

- a. All national and regional offices shall be filled by an election at the Congress and Regional General Meetings and shall be by secret ballot respectively.
- b. Elections shall be held every four (4) years.
- c. A member shall be eligible for re-election for a consecutive term provided that no officer shall serve in the same position for more than two (2) consecutive terms.
- d. Only members in good standing with NAGIA at the time of the elections shall be entitled to stand as candidates, nominate or vote at both the national and regional elections of the Association.

7.2 Qualification/Tenure of Candidates

1. National Executives

- a. A member seeking a national executive office:
- b. Should be in good standing with NAGIA having paid all his/her dues.
- c. Must have been a member of the Association for at least two (2) years and should have the recommendation of the Regional branch of the Association.
- d. Shall have a four (4) year term of office.
- e. Shall not hold the same office for more than two (2) terms.

2. Regional Branches

A member seeking a regional office:

- a. Should be in good standing having paid all his dues.
- b. Must have been a member of the Association for at least two (2) years.
- a. Shall have a four (4) year term of office.
- b. Shall not hold the same office for more than two (terms).

7.3 Nomination of Candidates

1. Nomination of Candidates for National Executives

- a. A candidate for an office shall be nominated by two (2) members and supported by a minimum of five (5) members from at least three (3) of the regional associations.
- b. Nominations of candidates shall be opened at least three (3) months before Congress and remain open for a period of one (1) month after which nominations shall be closed.
- c. The proposers and supporters shall state their full names, places of work and addresses as well as agent registration numbers (NIC & NAGIA) on the nomination form.
- d. The consent of the candidate shall be endorsed on the nomination form by the candidate's signature.
- e. Nominations shall be submitted to the Elections Committee.

2. Nomination of Candidates for Regional Executives

- a. A candidate for an office shall be nominated by two (2) members and supported by a minimum of five (5) members of the regional association.
- b. Nominations of candidates shall be opened at least one (1) month after formal notice of elections i.e., a month to the end of the tenure of sitting executives.
- c. The proposers and supporters shall state their full names, places of work and addresses as well as agent registration numbers (NIC & NAGIA) on the nomination form.
- d. The consent of the candidate shall be endorsed on the nomination form by the candidate's signature.
- e. Nominations shall be submitted to the Regional Elections Committee.

7.4 Elections Committee for National Level

- a. The National Executive Committee shall appoint Electoral Officers to serve on the Elections Committee.
- b. Each of the Regional branches shall nominate one (1) person to serve as an Electoral Officer.
- c. The Electoral Officers shall be members in good standing.
- d. The Elections Committee shall have a four-year tenure.
- e. The Elections Committee shall conduct elections for the National Office of the Association.
- f. On the day of elections, the National Executive Committee may request for a representative from the Electoral Commission of Ghana, National Insurance Commission or any other recognized professional body to serve as the Electoral Commissioner and assist in the conduct of the elections.

7.5 Elections Committee for Regional Level

- a. The Regional Executives shall appoint Electoral Officers to serve on the Elections Committee for their region.
- b. Each regional branch shall nominate three (3) members to serve as Electoral Officers on the Electoral Committee.
- c. The Elections Committee shall serve a four-year tenure.

7.6 Procedures for Elections

The Elections Committee shall be guided by the following procedures in the conduct of elections:

- a. Open and accept nominations for elective positions two (2) months before voting.
- b. Be responsible for receiving the receipt of duly completed nomination forms and may reject nomination

forms which have not been duly completed or which do not comply with the requirements for nomination and election to offices within the Association.

- c. Publish the list of candidates at the national and regional offices/platforms not later than one (1) month before voting.
- d. If after the close of nominations only one (1) candidate has filed for a position the candidate shall be elected if he obtains a simple majority of the valid votes cast on the day of voting.
- e. Where only one (1) candidate files a nomination for a position but his nomination is rejected and or is declared not qualified by the Elections Committee, then the Elections Committee shall re-open and close nomination for the position on the first day of Congress /Regional General Meetings.
- f. Validated delegates list shall be used as the voter's register.
- g. Elections shall be by secret ballot and the winner shall be based on the majority of the valid votes cast.
- h. The Electoral Commissioner shall declare the results of the election.

ARTICLE 8: RESIGNATION

1. An executive member may by one (1) month written notice to the Central Committee resign his/her office.
2. Any executive member who so wishes to resign shall be required to properly hand over all the Association's property in his/her possession to the Central Committee.
3. In the case of resignation by the National Financial Secretary, the Central Committee shall cause the auditing of books of accounts before acceptance of the resignation.
4. In the event of the failure and or refusal by an executive member to handover all properties or documents in his/her custody, the Central Committee shall notify the Board/Management of the executive member's local insurance company for advice.
5. When an executive member resigns his/her position, the vacancy shall be filled by the Central Committee with the assignment of the portfolio to an active executive committee member to serve the unexpired term.

ARTICLE 9: REMOVAL OF EXECUTIVE MEMBER

An Executive Member shall be removed from office for any of the reasons stated herein:

1. Inability to perform the functions of his office for a period of not less than six (6) months on the grounds of ill health or non-performance.
2. Proven fraudulent acts, dishonesty, indiscipline and or breach of the code of conduct of the Association.
3. In any disciplinary matter involving fraud, dishonesty, indiscipline, criminality, gross misconduct, abuse of office, breach of oath of office, conflict of interest and where the executive member is found by the Complaints/Discipline Committee or any review committee to be liable.
4. The voting on the resolution for the removal of an executive member from office shall be by the Central Committee by secret ballot upheld by two-thirds of the valid votes cast.
5. In the case of the death of an executive member, the executive committees shall endeavor to retrieve all

properties of the Association from the Family of the executive member.

ARTICLE 10: MEETINGS

There shall be the following meetings of the Association:

10.1 Congress

1. The Congress shall be the governing body of the Association.
2. The Congress shall be held every two (2) years and shall be presided over by the National President. In his/her absence, the National Vice President will preside.
3. Notice of Congress shall be communicated to all members not later than one (1) month before the day of the Meeting and shall indicate the date, agenda, and venue.
4. All members in good standing shall have the right to attend the Congress.
5. Delegates nominated from the regional branches shall have the right to speak and vote at Congress.
6. The number of delegates from the respective regions shall be in proportion to the number of agents registered in the region.
7. Decisions and resolutions made and passed at the Congress shall be binding on all members of the Association.
8. Members at Congress shall –
 - a. Receive the National and Regional Reports and Financial Statements of the Association for the preceding years.
 - b. Receive and approve the audited accounts of the Association.
 - c. Where applicable, conduct elections for National Executives.
 - d. Appoint qualified auditors to audit accounts (regions included) of the Association for the following years.
 - e. Consider any matters affecting the interest of the Association.
9. The quorum for the Congress shall be two-thirds (2/3) of the total delegates entitled to attend and vote.

10.2 Meetings of the Central Committee

1. The Central Committee shall meet at least once every year to consider and transact the business of the Association.
2. Notice for the Central Committee meetings shall be communicated to all members of the committee by the General Secretary or in his/her absence any of the members appointed to do so by the National President.
3. The National President shall chair all meetings and in his/her absence, the National Vice President will chair. In the absence of both, any of the members so appointed by the members present shall chair the meeting.
4. The quorum for the Central Committee meeting shall be a simple majority of the members i.e. half of the number of the Committee members, with either two (2) of the following present, the National President, the National Vice President, and the General Secretary.
5. The Central Committee may fill any vacancies that may occur between elections.

10.3 National Executive Committee Emergency Meetings

1. The National President, in consultation with the General Secretary, may convene emergency meetings as and when the need arises.
2. Notice of the meeting shall be communicated to all Members by the General Secretary or in his absence any member appointed to do so by the National President.
3. The quorum for the emergency meeting shall be four (4) including the National President or the National Vice President.

10.4 Regional Annual Meeting

1. Each Regional Branch of the Association shall hold a regional annual general meeting by the end of the sixth (6th) month of the calendar year.
2. Decisions and resolutions made and passed at a regional annual meeting shall be binding on all the members of the regional branch.
3. A Regional Annual Meeting shall –
 - a. Receive the report and financial statement of the Regional Executive Committee.
 - b. Receive and approve the audited accounts of the regional branch.
 - c. Conduct elections for regional executives.
 - d. Nominate delegates to attend the Congress.
 - e. Consider any matters affecting the regional and national interest of the Association.
 - f. Transact any such business as may be determined by the Regional Executive Committee.
4. The quorum for the Regional Annual Meeting shall be two thirds (2/3) of members in good standing entitled to attend and vote.

10.5 Decisions at Meetings

1. Adoption of decisions at all meetings shall be by a simple majority of members present taken:
2. In the case of Congress or Regional Annual Meeting by secret ballot.
3. All other committee meetings by show of hands or as may be directed by the Chair.
4. In the event of a tie in the votes cast, the Chairman/Chairperson shall cast the deciding vote.
5. All decisions taken in accordance with the procedures of this Constitution shall be binding on all members of the Association.

ARTICLE 11: FINANCE

11.1 Dues

- a. Every member of the Association shall be required to pay monthly dues.
- b. The dues shall be deducted at source by the Principals (companies) and paid into the Association's account provided.
- c. Members at Congress shall determine the quantum of dues payable by members of the Association.
- d. Unless otherwise resolved by Congress, the dues collected/realized by the Association shall be shared in the following proportions:
 - The Association – 70%.
 - Regional Branches – 30%.

11.2 Budget

1. The Financial Secretary working with the National Secretariat and Finance Committee shall prepare the annual budget of the Association and submit it through the Central Committee to the Congress for consideration and approval.
2. In a non-Congress year, the Central Committee shall consider and approve the budget.
3. The Regional Financial Secretary shall not later than one (1) month to the Regional Annual Meeting, prepare the annual budget of the Regional branch of the Association and submit it through the Regional Executive Committee to the Regional Annual Meeting for consideration and approval.
4. Expenses prior to Congress and Regional Annual Meetings shall be approved by the National Executive Committee and Regional Executive Committee respectively. All such expenses shall be ratified at Congress/Central Committee and Regional Annual Meetings.

11.3 Bank Accounts

1. The Association shall open and operate banking accounts with such banks as it may determine.
2. The signatories to a bank account of the Association shall be the Financial Secretary and either the National President or the General Secretary and for a regional branch of the Association, the Regional Financial Secretary and either the Regional President, or the Regional Secretary.
3. The money of the Association or a Regional branch not required for immediate use may be invested.
4. Money for investment shall be placed in only government treasury bills or bonds as the National Executive Committee or the Regional Executive Committee may decide.

11.4 National Accounts

1. The National Executive Committee shall ensure that proper accounts are kept and maintained of all money received or expenses incurred by the Association.
2. The accounts of the Association shall be audited within three (3) months after the end of each financial year (31st December).
3. The accounts of the Association and the Secretariat shall be audited by qualified auditors and shall be submitted together with the auditor's report to Congress/ Central Committee for consideration and approval.
4. In the event of any issues arising from the auditor's report, the same shall be referred to a five-member ad hoc committee appointed by the National Executive Committee for investigation and recommendations.

11.5 Regional Accounts

1. The Regional Executive Committee shall ensure that proper accounts are kept and maintained of all money received or expenses incurred by the Association in the region.
2. The accounts of a regional branch of the Association shall be audited by qualified auditors and shall be submitted together with the auditor's report for consideration and approval at the Regional Annual Meeting.
3. The accounts of the Regional branch of the Association shall be audited within three (3) months after the end of each financial year (31st December), and in all cases before the Regional Annual Meeting.
4. In the event of any issue arising from the auditor's report, same shall be referred to a five (5) -member ad hoc committee appointed by the Regional Executive Committee for investigation and recommendations.

ARTICLE 12: DISCIPLINE

1. It shall be the duty of all members and officers of the Association to uphold and protect the integrity and reputation of the Association and defend this Constitution at all times.
2. A member or officer who is found to have breached any of the provisions of this Constitution or does any act that brings the Association into disrepute shall be guilty of gross misconduct and shall be referred to the disciplinary committee for the appropriate sanctions.
3. In the case of proven gross misconduct against any member of the Central and Executive Committees, the said member shall be forever debarred from contesting for a position in the Association in addition to any sanctions so determined.
4. All cases of misconduct or breach of the Code of Ethics and Conduct shall be referred to the Disciplinary Committee for hearing and application of the necessary disciplinary actions or measures.

ARTICLE 13: DISSOLUTION

1. The Association shall not be dissolved except with the consent of two-thirds (2/3) of the majority of members entitled to vote and voting in a referendum.
2. In the event of dissolution of the Association, all liabilities shall be discharged to the extent of the assets and any excess funds distributed amongst members in equal proportion.

ARTICLE 14: AMENDMENTS


1. A provision of this constitution may only be amended at Congress or at a Special Central Committee Meeting called for the purpose.
2. The terms of any amendment shall be circulated to all Regional branches of the Association for the information of members two (2) months before the meeting at which the amendment is to be proposed.
3. An amendment of a provision of this Constitution shall be decided by secret ballot by the votes of not less than 2/3 of the members present and voting and shall come into force on such date as the meeting shall determine.

ARTICLE 15: CODE OF ETHICS/REGULATIONS

The Central Committee shall ensure that there shall be enacted Regulations and Code of Ethics and as amended to guide the conduct of members of the Association.

ADOPTED THIS **1ST** DAY OF **JUNE, 2021.**

BY THE ASSOCIATION ON ITS VARIOUS PLATFORMS AND FORA.

DR. RICHARD REICHMANN Sign.....  Date..... **01/09/2021**
National President

JOHNNIE TETTEY Sign.....  Date..... **01/09/2021**
National General Secretary