

# **CHRIST COMPASSION SERVICE ORGANIZATION (CCSO)**



## **CONSTITUTION**

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## PREAMBLE

- **Concerned** about war effects on people, due to the marginalization in decades of years;
- **Remembering** stuck skills and talents of the people in South Sudan in particular.
- **Aware** of people's efforts to reduce the effects of poverty through participation and initiation of alternative livelihood practices based on local resources.
- **Believing** in people's initiatives to overcome their tragic circumstances through mobilization of local resources utilization.
- **Taking into consideration** the need to develop human resources through facilitation of skillful members of the community by improving agricultural based technologies and other human development.
- **Conscious** of our inexhaustible commitment and enthusiastic efforts to promote empowerment of our people by considering local wisdom and enhancement for positive changes that lead to elimination of poverty and illiteracy among people of the South Sudan.
- **Recalling** the meetings held by the community members based on the initiative to solve their own problems through promotion of self-reliance.

## ARTICLE 1.0: THE DEFINITION OR INTERPRETATION OF KEY TERMS.

The following terms used in this constitution shall have specific meaning or interpretation respectively assigned to each one of them: -

- 1.1 “**Constitution**” shall mean the constitution of Christ Compassion Service Organization (CCSO)
- 1.2 “**CCSO**” shall mean Christ Compassion Service Organization.
- 1.3 “**Board**” shall mean Board of Trustees of CCSO.
- 1.4 “**Body**” shall mean any one of the organs in CCSO structure or a committee formed from within those organs for special mission of CCSO only.
- 1.5 “**Region**” shall mean any one of the following regions: Bahr el Ghazal or Upper Nile or Equatoria in South Sudan.
- 1.6 “**Executive Director**” shall mean Executive Director (ED) of CCSO who is appointed by the Board of Trustees of CCSO and in-charge of entire work of the organization

## **ARTICLE 2.0: NAME OF THE ORGANIZATION**

The name of the organization is the *Christ Compassion Service Organization* hereinafter abbreviated as CCSO.

## **ARTICLE 3.0: LEGAL STATUS OF THE CCSO**

- 3.1 CCSO is registered in South Sudan in accordance with the relevant laws spelt in this Constitution.
- 3.2 CCSO shall be a legal entity.
- 3.3 It shall have power to purchase, acquire, hold, charge or dispose of any movable or immovable property on its behalf.
- 3.4 Shall have power to receive, borrow or lend money in its name.
- 3.5 Can enter into contracts in the process of implementing of its objectives.
- 3.6 May perform such other things or acts as are necessary, incidental and consequential for the performance of its functions in accordance with this Constitution.

## **ARTICLE 4.0: THE OBJECTIVES OF CCSO**

- 4.1 To advise and help community to ensure effective participation in children education and adult literacy based on gender balance in development.
- 4.2 Encourage displaced and local communities to promote peace, reconciliation and unity to enable them join hands and ensure effective communication and participation in use of local wisdom.
- 4.3 To enhance community social mobilization and organizational capacity to promote self-reliance.
- 4.4 To facilitate and support local agricultural policy to adopt improved extension methods and techniques for sustainable development,
- 4.5 To enhance artisans' technical capacity to improve and transfer appropriate technologies of agricultural tools and other productive equipment.
- 4.6 To promote methods and techniques of rain and floodwater harvesting and conservation, for sustainable agriculture practices using local resources, including traditional pottery technology among others.

- 4.7 To promote simple irrigation practices to encourage dry season cultivation practices to ensure food availability through out the year.
- 4.8 To introduce and improve appropriate technologies in order to promote sustainable agriculture.
- 4.9 To encourage farmer groups to improve food quality promote better health.
- 4.10 To build capacity of agro-business group and other interested traders to ensure goods availability in local market
- 4.11 To facilitate and encourage the community to learn the gospel through evangelism.
- 4.12 To promote peace and reconciliation among the different communities of South Sudan.
- 4.13 To improve food security within the communities of South Sudan.
- 4.14 To promote the education and welfare of the girl child.
- 4.15 Guidance and counselling to young and newly married couples.

## **ARTICLE 5.0: LOCATION OF CCSO**

- 5.1 The CCSO headquarters shall be in **Lakes States, South Sudan**, and have branch offices in Juba, South Sudan, Canada, USA and Australia for liaison and coordination purposes.

## **ARTICLE 6.0: GOVERNANCE STRUCTURES OF CCSO**

**CCSO shall have the following governance structures: -**

- 7.1 The Board of Trustees
- 7.2 Management Committee
- 7.3 Community Steering Committee.

## **ARTICLE 7.0: MEETINGS OF THE BOARD OF TRUSTEES**

- 11.1 The Board of Trustees meeting shall be convened every six (6) months by the Secretary to the Board.

The meetings of the Board of Trustees are convened by a decision of the Board, after giving two months notice in writing to each Board member of CCSO. Such notice shall be sent out together with the agenda of business to be carried out in the assembly meeting, as well as written request if any, for additional agenda items from the members.

11.2 Any additional added items from the members shall be sent to the Executive Secretary of CCSO, not later than thirty days before the date of fixed for meeting of Board of Trustees.

11.3 The amended agenda shall be sent to the members at least ten days before the Board of Trustees meeting.

11.4 The quorum in any meeting of Board of Trustees shall be half (1/2) of the total number of members of the Board of Trustees plus one e.g. 51%.

11.5 No business of the Board of Trustees shall be transacted unless there is a quorum from the time it was begun.

11.6 Meetings of Board of Trustees shall be presided over by the chairperson of the Board of Trustees and in the absence of the chairperson, the Deputy Chairperson shall act. In the absence of both, the Board members present shall elect a chairperson from among themselves.

11.7 If within two hours from the time appointed by the Board of Trustees, a quorum of members not be attained, the meeting shall be dissolved/ adjourned.

11.8 Show hands shall decide all decisions of the Board of Trustees.

11.9 Questions arising at any meeting of the Board of Trustees shall be decided by a majority of the votes and in case of any equality of votes, the chairperson shall have a casting vote.

11.11 Minutes of any proceedings of the Board of Trustees shall be kept and circulated to all members by the secretariat and, if approved by the chairperson shall sign in the next succeeding Board of Trustees. Any minutes so signed shall be conclusive and binding on CCSO.

11.12 The accidental omission to give any notice to any particular member (s) or non-receipt of any such notice by a member shall not invalidate the proceeding of the Board of Trustees meetings.

11.14 The Board may, in writing invite anybody or person not being a member of CCSO, to attend and participate in the proceedings of the Board of Trustees or of any of the functional committees, provided that such a member shall not have voting right.

## **ARTICLE8.0: SPECIAL OR EXTRA-ORDINARY MEETING.**

12.1 In the event of any urgent or important matter arising before the time fixed for the next Board of Trustees meeting, the chairperson acting in accordance with a resolution of the Board, shall convene a special or Extra-Ordinary Board of Trustees to deliberate on the matter at hand.

12.2 A special or Extra-Ordinary meeting may also be convened following a written request by one third of Board members of CCSO addressed to the chairperson of the Board.

12.3 In convening an extra-ordinary Board of Trustees meetings, the chairperson of the Board shall give an advance notice of not less than fourteen (14) days in writing to all members.

12.4 Any special or Extra-Ordinary Assembly shall have all the powers of the Ordinary Board of Trustees.

## **ARTICLE 9.0: THE BOARD OF TRUSTEES**

13.1 The Board of Trustees of CCSO shall be constituted as follows: -

- i. The Chairperson
- ii. The Deputy Chairperson
- iii. The Secretary
- iv. Executive Director
- v. Treasurer
- vi. Information Officer
- vii. At Least 3 Board Members.

13.2 The membership of the Board of CCSO shall comprise of all the founding members of CCSO.

## **ARTICLE 10.0: THE CHAIRPERSON OF BOARD OF TRUSTEES**

14.1 Shall be head of the Board of Trustees.

14.2 Shall convene and preside over all meetings of the Board of Trustees and the Board of Trustees.

14.3 Shall ensure the observance of this constitution, rule, programmes and direction of CCSO.

14.4 Shall supervise the activities of the Board of Trustees.

14.5 Shall represent the Board in local, regional and international forums and may delegate this function to any member or members of the Board.

14.6 In all meetings of CCSO, the chairperson shall have a casting vote in any event of equality of votes.

14.7 Shall carry out any other functions that are necessary and consequential for the achievement of the vision of CCSO.

## **ARTICLE 11.0: THE DEPUTY-CHAIRPERSON.**

- 15.1 Shall act in the absence of chairperson
- 15.2 Shall assist the chairperson in all her/his functions.

## **ARTICLE 12.0: THE SECRETARY.**

- 16.1 The Secretary shall have the following functions:
- 16.2 He/she is the secretary to the Board and shall take and keep minutes of all Board meetings.
- 16.3 He/she shall co-ordinate the work of the various departments of the Board including preservation of all the records.
- 16.4 He/she formulates the terms of employment of the Executive Director to be approved by the Board.
- 16.5 Shall sign the Annual Report and Accounts of CCSO as approved by the board.
- 16.6 Perform any other functions that promote the effectiveness of CCSO in accordance with the directives of CCSO as may be delegated by the Board.
- 16.6 The secretary shall convene the meetings of the Board of Trustees.

## **ARTICLE 13.0: FUNCTIONS OF THE BOARD OF TRUSTEES**

The Board of Trustees shall have the following functions and responsibilities:

- 17.1 To draw upon and promote strategies for the achievement of the vision, mission, goals and objectives of CCSO.
- 17.2 The Board of Trustees shall oversee the work of Executive Director.
- 17.3 To supervise the Executive Directors in the implementation of programmes and policies of CCSO.
- 17.4 To receive and approve the annual reports of CCSO.
- 17.5 Shall advise the Executive Director on the human resources and organization's policies, when appointing other staff of the Management Committee.
- 17.6 Undertaking Fundraising activities for CCSO.

- 17.7** Formation of sub-committees like finance, regulatory and community liaison sub-committees that are necessary for the advancement of the CCSO mission.

## **ARTICLE 14.0: THE EXECUTIVE DIRECTOR.**

The Executive Director shall be appointed by the Board of Trustees and shall have the following functions.

- 18.1 Shall be the head of the Management Committee and responsible for the work of entire Agency and accountable for the competent professional staffs, and the representation, administration and the mobilization and utilization among other overall CCSO's operational management.
- 18.2 Shall direct and control the policy of CCSO, based on the decision of the Board of Trustees and interaction with donors.
- 18.3 He/she shall recruit other competent, confident, and experienced professional staff of various qualifications to be hired on a contractual basis.
- 18.4 Shall be a primary signatory of CCSO'S Bank Accounts and supervise all financial transactions of CCSO.
- 18.5 Shall be responsible for information and documentation of the programmes, resources mobilization and keep informing the Board periodically on the progress and interact with the donors.
- 18.6 In conjunction with the Board of Trustees shall formulate the job description of the senior of a management committee staff.
- 18.7 Oversee the preparation of CCSO annual report and accounts and present them to the Board of Trustees.

## **ARTICLE 15.0: MANAGEMENT COMMITTEE**

The Programme Coordinator shall head the Management Committee and shall report to the Executive Director and shall have the following functions: -

- 19.1 Transfer skills and appropriate technologies among others based on the CCSO vision, mission and objectives as spelt out in this constitution.
- 19.2 Supervision of CCSO field staffs.
- 19.3 Develop human resources within CCSO management team.

- 19.4 Ensure good communication with stakeholders and other NGOs working for Community Members.
- 19.5 Ensure effective planning and implementation of the day-to-day projects activities for the benefit of the Community Members.
- 19.6 Monitoring, evaluation and supervision of progress of programmes and projects proposals in conjunction with the Community Steering Committee.

#### **ARTICLE 16.0: FUNCTIONS OF THE COMMUNITY STEERING COMMITTEE**

- 20.1 Shall consist of the members from all different stakeholders in the local community.
- 20.2 Shall control and direct the programme based on mission and objectives of CCSO for the particular target group and the area of operation.
- 20.3 Shall propose and approve project proposals before submission to the ED and the Board of Trustees for finalization to the Donor.
- 20.4 Shall be accountable for the community and the CCSO Management Committee
- 20.5 Shall monitor the financial expenditure and the programme progress.
- 20.6 Shall act on behalf of the community members to ensure building up a link between community and CCSO.

#### **ARTICLE 17.0: RESOURCES UTILIZATION**

- 21.1 The Funds and assets among other resources shall be used solely for the purpose of CCSO's functions to achieve its designed objectives based on the organizational vision and mission.
- 21.2 The Executive Director (ED) shall set up the effective improved management and financial monitoring and evaluation systems.
- 21.3 The Management Committee shall evaluate projects progress in programme areas and report to the Board of Trustees on the achievements, cash flow and projects assets movement periodically. This shall include a financial statement that details the usage of funds.
- 21.4 The Board of Trustees shall ensure that the management of funds and assets of CCSO is effective and efficient in a systematic manner through ED.

- 21.5 The Board of Trustees shall appoint the evaluation and Auditing team for interim and final evaluation on the project funds and assets utilization at all levels of the programme before application for funds for the next year.
- 21.6 In consultation with the Board Trustees, the ED shall open and maintain CCSO's Bank Account(s) in the name of Christ Compassion Service Organization (CCSO). The Chairman, Executive Director (ED), and the Accountant shall be signatories of the CCSO Bank Account(s).
- 21.7 All approvals for payments should carry the signature of the ED or Programme Coordinator, before an accountant could pay out the money or offer cheque or any other financial valid documents from CCSO Account(s).
- 21.8 The ED shall periodically report to the CCSO Board of Trustees by informing them about all project funds and their expenditure by the Management Committee.
- 21.9 The ED together with the Account Department shall analyze and update the financial regulations and make them clear to the staff involve in the programme management from time to time.
- 21.10 The ED shall arrange induction training for newly appointed staffs that shall involve orientation based on the CCSO line management, assets and other resources utilization and promotion of the organizational vision, mission and objectives.
- 21.11 CCSO shall be totally accountable to the community to ensure equality, transparency and utilization of the resources.

#### **ARTICLE 18.0: FORMATION OF SUB-COMMITTEES**

- 22.1 The Board of Trustees may set up some of the following sub committees among others, to ease and facilitate its work:
- 22.2 Regulatory sub committee
- 22.3 Finance sub committee

#### **ARTICLE 19.0: THE REGULATORY SUB COMMITTEE**

The regulatory sub-committee shall have the following functions: -

- 23.1 Drafting of rules, by-laws and code of conduct to guide the work of CCSO.
- 23.2 To handle all legal matters concerning CCSO.

23.3 The Secretary of CCSO shall chair the regulatory sub-committee.

### **ARTICLE 20.0: THE FINANCE SUB COMMITTEE**

24.1 The Treasurer shall chair the finance Sub-Committee.

24.2 It shall prepare the yearly financial report in collaboration with the Executive Director and submit it to the Board of Trustees for approval.

24.3 It shall establish proper financial and accounting systems for CCSO.

24.4 It shall draw up plans and strategies for fundraising in consultation with the Board of Trustees.

24.5 It shall report regularly to the Board of Trustees.

### **ARTICLE 21.0: FINANCIAL PROVISIONS**

25.1 The finances of CCSO shall be from the following sources:

25.3 Donations and Donor Grants

25.4 Fundraising activities.

### **ARTICLE 22.0; APPOINTMENT OF AUDITORS.**

27.1 The Board of Trustees shall appoint a reputable firm of external auditors to audit the accounts of CCSO.

### **ARTICLE 23.0: AMENDMENT OF THE CONSTITUTION**

28.1 Any proposed amendments to this constitution shall only come into effect after approval by the Board of Trustees by two-thirds majority of the board members.

28.2 Any Proposal for amendment shall be submitted to Board Secretary who will then ensure that the amendment proposal is inserted as an agenda in the next Board Meeting. The mover of the proposal must state the reasons for the proposed amendment(s).

28.3 Any member of the Board of Trustees has a right to propose amendments to the CCSO constitution.

28.4 Any amendments to this constitution shall be submitted to the relevant authority where CCSO is legally registered.

#### **ARTICLE 24.0; DISSOLUTION OF CCSO.**

29.1 CCSO shall not be dissolved save by a resolution of a taken by at least three quarters (3/4) of the total membership of the Board of Trustees.

29.2 In the event of dissolution of the CCSO, all property shall be applied to settle any liabilities lawfully incurred on behalf of CCSO and any remaining assets shall be disposed off in any manner determined by the Board of Trustees in the dissolution meeting.

## **APPENDIX I: MEMBER OF THE BOARD OF TRUSTEES**

<b>Member's Name</b>		<b>Position</b>		<b>Nationality</b>
1. Bishop Maker Atot	-	Executive Director	-	South Sudanese
2. Eli Magok	-	Chairman	-	South Sudanese
3. Rebecca Achol Majak	-	Deputy Chairman	-	South Sudanese
4. Phillip Marol	-	Secretary	-	South Sudanese
5. James Chillim	-	Information Officer	-	South Sudanese
6. Mary Atueny	-	Treasurer	-	South Sudanese
7. Helena Ding	-	Member	-	South Sudanese
8. Rev. Peter Garang	-	Member	-	South Sudanese
9. Abraham Manyon	-	Member	-	South Sudanese