

**THE NON-GOVERNMENTAL ORGANISATIONS
ACT 2016
(LAWS OF SOUTH SUDAN)**

CONSTITUTION

OF

**COMMUNITY INITIATIVE FOR PARTNERSHIP
AND DEVELOPMENT
{CIPAD}**

REGISTERED THIS 15th DAY OF June 2017



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TABLE OF CONTENTS

Table of Contents

THE CONSITUTION OF COMMUNITY INITIATIVE FOR PARTNERSHIP AND DEVELOPMENT 1

TABLE OF CONTENTS 2

CHAPTER I PRELIMINARY PROVISIONS 3

CHAPTER II DEFINITIONS: 3

CHAPTER III LEGAL PRINCIPLES, AIMS, AREAS OF INTERVENTION AND OBJECTIVES: 4

CHAPTER IV: MEMBERSHIP..... 7

CHAPTER V GENERALL ASSEMBLY, BOARD OF DIRECTORS, EXECUTIVE DIRECTOR AND OTHER COMMITTEES..... 8

CHAPTER VI FUNCTIONS, DUTIES AND POWERS OF THE OFFICE BEARERS 14

CHAPTER VII FINANCIAL MANAGEMENT 15

CHAPTER VIII MISCELLANEOUS PROVISIONS 15

**CHAPTER I
PRELIMINARY PROVISIONS:**

1. **Name of Organization:** Community Initiative for Partnership and Development (CIPAD)
2. **Organization's address:** Aweil town HQRs or Head Office and Juba
3. **Commencement:** This Constitution shall come into force after sanctioned by General Assembly.
4. **Field Area:** Northern Bahr El Ghazal State and other parts of South Sudan
5. **Affiliation:** This Organization can be affiliated with Relief and Rehabilitation Commission (RRC), relevant government Institutions (not political parties), UN Agencies, NGOs, Donors and other institutions that have legal mandate and similar objectives.
6. **NGOs acts 2016:** Provisions under this Constitution are abided by the Organization Registration section of NGOs Act 2016 and laws prevailing South Sudan. Activities will be carried out by this Organization under RRC supervision guideline.
7. **Recognition of Organization:** This Organization is a self-motivated, self-standing, nonprofit making, far from politics and Non-Government Organization in the Republic of South Sudan.
8. **Organization's seal:** Organization shall have a separate seal, which should be designed by Board of Directors and the senior management.

**CHAPTER II
DEFINITIONS:**

1. **Organization denotes:** - Community Initiative for Partnership and Development (CIPAD)
2. **Board denotes:** -Board of Directors formed under this constitution, 2017
3. **RRC denotes:** - Relief and rehabilitation Commission (RRC) responsible for registration of all NGOs in the Republic of South Sudan.
4. **Act denotes:** - South Sudan NGOs Act 2016.
5. **Rules and Regulations denotes:** -Rules and Regulations made under this constitution.
6. **Office bearers denotes:** - Office bearers of this organization.
7. **Chairperson, Vice-chairman, Secretary, Ass. Secretary, Treasurer and Members denotes:** - Chairman, Vice- chairperson, Secretary, Ass. Secretary, Treasurer and Members Board members of this organization.
8. **Local Authority denotes:** -National, States, Counties' authority or any local government authority or structures deemed necessary by the law.
9. **As Prescribed denotes:** -Prescribed as in the Rules and Regulations under this constitution.
10. **Assembly denotes:** -General Assembly under this constitution.
11. **Senior Management denotes:** - management team headed by Executive Director.
12. **Executive Director denotes:** - head of management team appointed by the Board of Directors to take the responsibility for the day-to-day running of the organization programs and affairs. He/she is the secretary of the Board without voting right.

CHAPTER III
LEGAL PRINCIPLES, AIMS, AREAS OF INTERVENTION AND OBJECTIVES:

1. Legal Principles

The legal principles governing the Non-Governmental Organizations (NGOs)'s interventions as provided for in Section 4 (a) to (j) of the South Sudan NGOs Act 2016, shall prevail at all times.

2. Aims

To supplement government efforts in boost community involvement & partnership for peace and development through improved services delivery (Education, Health Food security/livelihoods and infrastructural developments), community security, community policing, peace building, civic engagement, human rights, women empowerment, child protection and disaster/emergency management activities.

3. Areas of Intervention

For the purpose of this constitution, the CIPAD shall operate as an independent Non-Governmental Organization, non-profit and non-political entity **working to provide services and resources that enhance the capacity of impoverished communities in the Republic of South Sudan** through community involvement & partnership for peace and development, participate & advocate for improve services delivery (Education, Health Food security/livelihoods and infrastructural developments), community security, community policing, peace building, civic engagement, human rights, women empowerment, child protection and disaster/emergency management activities. CIPAD support and work with the people of South Sudan as well as local and national authorities to contribute to peace and socio-economic stabilization of rural/urban communities as well as general wellbeing of the local communities.

4. Objectives

- a) For community development, to cooperate in sustainable development by local participation through integrated program.
- b) To promote community well-being & reassurance through community security & community policing programs in collaboration with the security providers and other directly and indirectly related authorities/non-State actors
- c) To enhance wellbeing of South Sudanese people by operating result oriented program for poverty alleviation and development at the grassroots and urban areas
- d) To develop mutual relation and brotherhood fillings in South Sudanese communities through peacebuilding and reconciliation of multi-society/entire community to bring peaceful-coexistence among the South Sudanese people.
- e) To lunch the awareness program in the field of peacebuilding, education, health, community policing, community security, hygiene & sanitation, peace building, civic education, human rights, gender and children issues for free, secure, democratic and develop societies.
- f) To work for creative youth activities and sports development for peacebuilding and better security.
- g) To carryout water, sanitation and hygiene program to our local populations especially those in need
- h) To cooperate in managing water supply schemes in its working area.
- i) To cooperate in road repair and maintenance with the coordination with local structures of the serve community.
- j) To lunch appropriate program in developing community of women, children, old age, helpless and disable.
- k) To implement social protections program
- l) To lunch awareness program against anti-social activities like girls trafficking, drug abusing, betting, vulgarity.
- m) To cooperate the related authority in preserving public property and heritage.
- n) To participate in local development through discuss and interactions.
- o) To promote and support environmental conservation, food security, and economic stability through agricultural collaboration and mutual learning to enable the most vulnerable and marginalized groups in the democratization process and stimulate them to realization of their responsibilities and obligations to the community.
- p) To activate in keeping peace and security through coordination with related authority.
- q) To participate in other developing activities to meet the variety needs of the South Sudanese communities.
- r) When operating any activity of this organization, it will take into consideration the Non-Governmental Organizations (NGOs) Act, 2016 and other prevailing laws of the Republic of South Sudan and the world.

MEMBERS

In furthering of the above objectives, **Community Initiative for Partnership and development (CIPAD)** shall:

- a) Mobilize local resources from community, members, governments, organizations and banking institutions. This shall be in form of contributions, donations and income generating activities.
- b) Advocate for large communities in furthering of its objectives for interests.
- c) Promote and carryout or assist in promoting and carrying out rural development research, surveys, assessments and investigations on the matter of community concern and publish the useful results thereof for public consumptions and intervention.
- d) To promote rural development, work through singular or join workshops, exhibitions, meetings, awareness campaigns, lectures, seminars and training courses.
- e) Collect and disseminate information on all matters affecting the said objects (a-r) above and exchange such information with other bodies having similar objects whether in South Sudan or overseas.
- f) Undertake, execute, manage or assist any communal work which may lawfully be undertaken, managed or assisted by the organization.
- g) Purchase, take on lease or in exchange, hire or otherwise acquire any property and any rights and privileges necessary for the promotion of the said objects and construct, maintain and alter any buildings or erections necessary for the work of the organization.
- h) Within laws of publications, to write and print or otherwise reproduced and circulated such workshop documents, papers, books, periodicals, pamphlets or other documents or films or recorded tapes (whether audio or visual or both) as shall further the said objectives.
- i) In accordance with **section 20 (i) of the South Sudan Non-Governmental Organizations (NGOs) ACT 2016**, the organization shall within its financial capacity, employ and pay any person or persons to supervise, organize, and carryout the work of the organization and make all reasonable and necessary provision for the payment of pensions and superannuating to or on behalf of employees and their dependents as maybe determine by the employment contracts between the organization and such a person or persons
- j) Establish where necessary field offices within the Republic of South Sudan or country offices in other countries of the world
- k) Make policies and regulations like finance policy manual, human resource policy manual, assets management policy manual, frauds policy, security policy, code of conducts and strategic plan to guide the work of the organization.

CHAPTER IV: MEMBERSHIP

1. *Eligibility of member*
 - a) South Sudanese nationality with the age of above 18 years.
 - b) Not to be proved any crime by court.
 - c) Not lost of mental balance.
 - d) Not disqualified by any laws.
 - e) Having land or house in working area.
 - f) Membership should be given to a person willing to pay the membership fees and other contributions deemed necessary by the organizations.

 2. *Types of membership*
 - a) Founder Member: - The Office bearer signed on this constitution when this constitution was passed for the first time is the Founder Member. Founder Member can vote in election only after taking general membership or life-long membership, he or she is automated to either Life-long or general for voting purposes.

 - b) Life-long Member: - Life-long Membership can be provided by the decision of Board of Directors after paying lump sum of SSP 5,000 SSP (in words five thousand South Sudanese Pounds) for organization and issued with receipt as the evidence of payment.

 - c) General Member: - Board of Directors shall provide General Membership to the person who applied for membership after paying SSP.2, 500. Renewal fee shall be SSP.150 (in words one hundred and fifty South Sudanese Pounds) for General Members. General Membership should be renewed by June every year.

 - d) Honorable Member: - The South Sudanese nationality, having special feature can be honored as Honorable Member by the General Assembly.

 3. All types of Membership shall be provided by the decision of Board of Directors after receiving prescribed application form. If Board of Directors rejects any application for membership, the reason of rejection of membership shall be notified to the applicant.
- All members should follow the provisions under the constitution.

4. *Disqualified for Membership: -*

- a) Not the age of 18 years.
- b) Non-South Sudanese nationality.
- c) Mentally unbalanced.
- d) Any crime was proved by the court
- e) Has no land or house in the Republic of South Sudan
- f) Is a Government Politician
- g) Affiliated to any Political Party

5. *Termination of Membership: -*

- a) Resigned from the South Sudanese nationality.
- b) Mental balance loss was proved.
- c) Residence was shifted from the working area.
- d) Resigned from the Membership.
- e) Membership was not renewed in timely.
- f) Failed to pay the subscription fees
- g) Acted against welfare of organization was proved.
- h) died
- i) mismanaged organization funds

CHAPTER V

GENERAL ASSEMBLY, BOARD OF DIRECTORS, EXECUTIVE DIRECTOR AND OTHER COMMITTEES

5. *General Assembly*

- a) General Members and Life-long Members can be participated in General Assembly. Founder Member should also take any of these two memberships for General Assembly.
- b) General Assembly shall be supreme body of the organization.
- c) The presence of 51% members, except specific provision available, shall be deemed to constitute a quorum of the General Assembly. If quorum is not sufficient, the General Assembly called soon after 7 days, the presence of 33% of members shall be deemed to constitute a quorum. Except specific provision available in constitution simple majority decision shall be authentic. General Assembly shall be 2 kinds, e.g. Annual General Assembly and Specific General Assembly.
- d) Annual General Assembly shall be held by the end of June or mid of June every year, place, date and time fixed by the Board of Directors.
- e) Decision was made by the majority of Board of Directors or written demand by 1/3 members of General Assembly, within 21 days from such decision was made or demanded Specific General Assembly shall take place. The written notice should be issued to every member 7 days before from the date of such Annual or Specific General Assembly holding.

6. *Functions, Duties and Powers of the General Assembly*

- a) To hold election of Bard of Directors
- b) To terminate the office bearers and members from

the Board of Directors by passing the motion of no-confidence, amendment of and passing the constitution.

- c) To pass the necessary Rules, to create vacancies, to fix remuneration under the constitution.
- d) To pass the yearly program and respective budget.
- e) To appoint the auditor.
- f) To give necessary direction to the Board of Directors.
- g) To perform necessary works of organization acting as supreme body.

7. *Election of the Board of Directors*

There shall be Board of Directors elected to run the affairs of an organization by supervising the Executive Director, conduct quarterly meetings to review the reports from Executive Director and will be accountable to General Assembly.

8. *Qualifications and criteria for selection of Board of Directors*

Based on the Board's functions, including representing the various constituencies, the process of selection of Board members (and their designated Alternates) takes several criteria into consideration.

It shall be made possible as below:

- a) have experience and responsibility to carry out tasks and roles of the Board;
- b) Have completed high education proven by the given certificate
- c) Represent issues related to NGO involvement in its target issue/area; and represent issues related to the NGO's target community.
- d) Member should also have a minimum number of years in front-line community work, and an ability and capacity to communicate and network effectively and broadly (for example, they must have functioning communications linkages such as telephone, computer and email).
- e) ability to represent and promote the NGO publicly, as a Board member representing the NGO community;
- f) ability to act within a team setting;
- g) be gender sensitive;
- h) possess diplomatic and strategic political skills, including capacity to think and work strategically;
- i) possess the ability to work in international and local languages;
- j) it also has linkages to an organization that can facilitate communication and liaison;
- k) and lastly provide consultation and support.

9. *Officer Bearers*

The following Office bearers shall be elected from General Members for the Board of Directors for the 2 years of working duration.

- | | | |
|-------------------|--------------------|--------|
| 1. Chairman: | Jacob Lual Jok | Male |
| 2. Vice-chairman: | Majok Kuach Jok | Male |
| 3. Treasurer: | Asunta Aguak Akuei | Female |
| 4. Secretary: | Deng William Makur | Male |
| 5. Member: | Abuk Kuac Jok | Female |
| 6. Member: | Lual Noo Wieu | Male |
| 7. Member: | Lual Makur Deng | Male |

Concerning of becoming the post vacant – in case of the post of Chairman, General Assembly will be called and only for that post-election shall be held. Concerning other Office bearers and members the Board of Directors shall nominate from the General Assembly Members.

10. *Functions, Duties and Powers of Board of Directors*

- a) Following the provisions under the constitution, to get in actions the decisions made on General Assembly.
- b) To submit annual program and budget of organization in General Assembly.
- c) Operating the programs in favor of organization.
- d) Maximum utilization of available means and resources to fulfill organization's objectives.
- e) Responsible in favor of General Assembly.
- f) For its working duration, to form advisor committee, other committees and sub-committees with appropriate person and size and to allocate jobs for them.
- g) To operate the organization's activities, preparing of work plan, collecting of resources, operating, supervising, evaluating, monitoring etc.
- h) Preserving of organization's assets and managing its income and expenses.
- i) Selection of staffs, allocating responsibility and supervising them as per approved Rules.
- j) To play leading role of the organization in planning, fundraising, implementing the activities, writing proposal and reports to donors with Executive Director.

11. *Meetings of the Board of Directors*

- a) Meetings of the Board of Directors shall be held quarterly in a year on the date and time fixed by chairman.
- b) Written demand by the majority of Board of Directors members, chairman shall call for meeting anytime within 15 days from such demand.
- c) 51% of members shall be deemed to constitute a quorum of the Board of Directors and majority decision shall be authentic.

12. *Other Committees:*

Other committees and sub-committees can be formed as per necessity under constitution by Board of Directors.

13. *Appointment of Executive Director*

The Executive Director or Chief Executive Officer who is the Board Secretary without voting right, shall be appointed by Board of Directors to carry out the role and responsibilities mentioned in article 10 of this constitution. Director is responsible for the affairs of the organization at all levels and accountable to Board of Directors.

14. *Roles and Responsibilities of Executive Director*

Leadership

- Participate with the Board of Directors in developing a vision and strategic plan to guide the organization
- Identify, assess, and inform the Board of Directors of internal and external issues that affect the organization
- Act as a professional advisor to the Board of Director on all aspects of the organization's activities
- Foster effective team work between the Board and the Executive Director and between the Executive Director and staff
- In addition to the Chair of the Board, act as a spokesperson for the organization
- Conduct official correspondence on behalf of the Board as appropriate and jointly with the Board when appropriate
- Represent the organization at community activities to enhance the organization's community profile

Operational planning and management

- Develop an operational plan which incorporates goals and objectives that work towards the strategic direction of the organization
- Ensure that the operation of the organization meets the expectations of its clients, Board and Funders
- Oversee the efficient and effective day-to-day operation of the organization

- Draft policies for the approval of the Board and prepare procedures to implement the organizational policies; review existing policies on an annual basis and recommend changes to the Board as appropriate
- Ensure that personnel, client, donor and volunteer files are securely stored and privacy/confidentiality is maintained
- Provide support to the Board by preparing meeting agenda and supporting materials

Program planning and management

- Oversee the planning, implementation and evaluation of the organization's programs and services
- Ensure that the programs and services offered by the organization contribute to the organization's mission and reflect the priorities of the Board
- Monitor the day-to-day delivery of the programs and services of the organization to maintain or improve quality
- Oversee the planning, implementation, execution and evaluation of special projects

Human resources planning and management

- Determine staffing requirements for organizational management and program delivery
- Oversee the implementation of the human resources policies, procedures and practices including the development of job description for all staff
- Establish a positive, healthy and safe work environment in accordance with all appropriate legislation and regulations
- Recruit, interview and select staff that have the right technical and personal abilities to help further the organization's mission
- Ensure that all staff receives an orientation to the organization and that appropriate training is provided
- Implement a performance management process for all staff which includes monitoring the performance of staff on an on-going basis and conducting an annual performance review
- Coach and mentor staff as appropriate to improve performance
- Discipline staff when necessary using appropriate techniques; release staff when necessary using appropriate and legally defensible procedures

Financial planning and management

- Work with staff and the Board to prepare a comprehensive budget
- Work with the Board to secure adequate funding for the operation of the organization
- Research funding sources, oversee the development of fund raising plans and write funding proposals to increase the funds of the organization

- Participate in fundraising activities as appropriate
- Approve expenditures within the authority delegated by the Board
- Ensure that sound bookkeeping and accounting procedures are followed
- Administer the funds of the organization according to the approved budget and monitor the monthly cash flow of the organization
- Provide the Board with comprehensive, regular reports on the revenues and expenditure of the organization
- Ensure that the organization complies with all legislation covering taxation and withholding payments

Community relations/advocacy

- Communicate with stakeholders to keep them informed of the work of the organization and to identify changes in the community served by the organization
- Establish good working relationships and collaborative arrangements with community groups, funders, and other organizations to help achieve the goals of the organization

Donors, Partners, Government and General Stakeholders relations

- Act in a complete representation of the organization to stakeholders and signed and ensure quality and timely implementation of any contractual agreements of the organization with stakeholders
- Building smooth relations with stakeholders
- Engage and maintain the donors and other stakeholders of the organization
- Ensure that all challenges and grievances between the organization and stakeholders are address internally and confidentially without third party until when the stakeholder want it so.
- Built trust and confident with the stakeholders
- Make the values of the organization practical and also respect the values of the stakeholders as well

Risk management

- Identify and evaluate the risks to the organization's people (clients, staff, management, volunteers), property, finances, goodwill, and image and implementation measures to control risks

- Ensure that the Board of Directors and the organization carries appropriate and adequate insurance coverage
- Ensure that the Board and staff understand the terms, conditions and limitations of the insurance coverage

CHAPTER VI FUNCTIONS, DUTIES AND POWERS OF THE OFFICE BEARERS

1. *Chairman*
 - a) To chair the meeting of the Board of Directors, General Assembly and to operate it.
 - b) To give decisive vote.
 - c) To take place of representative of organization or to appoint representative.
 - d) To take leadership of organization.
 - e) To give direction to Member-Secretary for calling necessary meetings.
 - f) Allocating job and duties to the other office bearers or members.
 - g) Attesting the records

2. *Vice-chairman*
 - a) To assist the chairman.
 - b) To fulfill the duties assigned by the chairman.
 - c) To perform the functions of the Chairman in his absence.

3. *Secretary*
 - a) To take care of secretariat of organization and operating it.
 - b) To call meetings with the guidance from the chairman.
 - c) To preserve the records.
 - d) To fulfill the other responsibilities assigned by the chairman.

4. *Deputy Secretary*
 - a) To assist the Member-Secretary.
 - b) To perform the function of the Member-Secretary in his absence.
 - c) To fulfill the other responsibilities assigned by the chairman.

5. *Treasurer*
 - a) To care the fund of organization and its operation.
 - b) To submit the annual program and budget in General Assembly.
 - c) To keep account properly.
 - d) To conduct annual auditing regularly.

6. *Member*

- a) Active participation in committee meeting.
- b) To take creative role in organization's activities as well as voting

7. *Resignation*

Resignation of Chairman through Vice-chairman and other Office Bearers or Members through Chairman can be accepted by Board of Directors.

CHAPTER VII FINANCIAL MANAGEMENT

1. Fund: - There will be a fund including all movable and immovable assets of the organization, which account shall be updated through prevailing laws.
2. Economic Source: - Economic Sources of organization shall be as follows.
 - a) Membership fees and renewal fees of members.
 - b) Donations, gifts, grants, community contribution etc. received from different personnel, organizations, governmental and non-governmental organizations.
3. Operation of Bank account: - Joint Account of organization shall be opened in authorized local bank and it shall be operated by three office bearers, one will be Chairman, Secretary and another will be Treasurer. The signature of a chairperson is mandatory.
4. Auditing: - Account of the organization shall be audited by the auditor, authorized by the organization, within 2 months after completion of every fiscal year, every May. The audit report shall be submitted to Donors, RRC, Social Welfare and other related agencies for accountability purposes and decision making.

CHAPTER VIII MISCELLANEOUS PROVISIONS

1. *Provision relating to Election: -*
 - a) The Election of new Board of Directors shall be done within 6 months, from the date of organization registered and it shall be notified to Local Authority.
 - b) The Board of Directors shall form an Election Committee for the election purpose in every 2 years. Election Committee shall elect the Board of Directors from the general and life-long

- members of General Assembly under prevailing provisions regarding election.
- c) Work plan of Election committee shall manage itself.
 - d) The decisions of Election Committee regarding election will be final.
 - e) Election Committee shall be dissolved itself after election process completed.
 - f) Fulfillment of vacant post shall be filled for the remaining period only.

2. *Submission of the motion of no-confidence: -*

Written motion of no-confidence on any office bearers or member of the organization can be submitted in the General Assembly with reasons, by $\frac{1}{4}$ of General Assembly members. In this case General Assembly shall be called immediately. Written notification of motion of no-confidence shall be issued to concerned office bearer or member and 7 days' time duration shall be provided to give clarification comment on it. If the motion of no-confidence passed by $\frac{2}{3}$ of total General Assembly member, the office bearer or member shall be terminated from such post. Motion of no-confidence cannot be submitted on anybody whose elected duration was not crossed over 6 months, or to whom the motion of no confidence failed not crossed over 6 months. If Chairman terminated from the post, re-election shall be done, concerning other office bearers or members another person shall be nominated according to this constitution.

3. *Amendment of constitution: -*

Amendment proposal of any section or sub-section of constitution can be submitted to Board of Directors by any office bearer or member of Board of Directors or member of General Assembly according to organization registration provision under South Sudan Act 2016 or prevailing act. If such amendment proposal was accepted by the Board of Directors, it shall be proposed on General Assembly. If the amendment proposal passed by $\frac{2}{3}$ of total General Assembly member, such amended constitution come into force immediately.

4. *Dissolution: -*

In case of unable to run the organization or by any other reason decision for dissolution shall be made by General Assembly. Thus, by any reason if organization was dissolved all the assets of organization after clearing liabilities, shall be transferred to existing community.

5. *Inactive: -*

If any clause of section or sub-section of constitution was against the prevailing law, such clause shall be terminated automatically.

6. All the activities of the organization written in constitution will be carried out under NGOs Act 2016 and Relief and Rehabilitation Commission (RRC) policy direction.

7. *Explanation: -*

The final rights for explanation of this constitution shall be held by Board of Directors.

8. *Maintaining of confidential matter: -*

Any office bearer or member should not act against the favor of CIPAD and should not open the confidential matter of the organization. Office bearer or member of the Board of Directors and member of General Assembly should not use uncivilized or vulgar words in any meeting or seminar.

9. Non-political

Activities of this organization shall be carried out far from any political actions.

10. *Making of Rules: -*

Necessary Rules can be made by Board of Directors under this constitution and such Rules come into force after approval by Board and general Assembly.

11. *Following the Direction: -*

Following the direction given by the Local Authority time to time is one of the main duties of the organization.

12. This constitution was adopted by all the General Assembly Members present in the 7th setting in

Aweil on: 02/.....June/..... 2017.

