

**THE  
CONSTITUTION  
OF ADEKUNLE  
AJASIN  
UNIVERSITY  
ALUMNI  
ASSOCIATION**



# THE CONSTITUTION OF ADEKUNLE AJASIN UNIVERSITY ALUMNI ASSOCIATION

## PREAMBLE

W the members of Adekunle Ajasin University, Alumni Association, a not for profit and non-political organization do firmly and solemnly resolve to provide for ourselves a constitution and agreed to be governed by the provisions therein.

## ARTICLE 1: Name of Association

The name of the Association shall be ADEKUNLE AJASIN UNIVERSITY ALUMNI ASSOCIATION (AAUA ALUMNI), hereinafter referred to as "THE ASSOCIATION". Where Alumni is used, it shall be taken as Alumni/Alumnae (Gender free).

## ARTICLE 2: Aims and Objectives

The Aims and Objectives of the Association shall be:

- a. To promote and encourage close and meaningful relationship between the University authorities, the staff, students and Alumni of the Adekunle Ajasin University, (hereinafter referred to as "THE UNIVERSITY");
- b. To conduct educational and social programmes and other activities of mutual benefit and interest of the staff, students and Alumni of the University.
- c. To provide a forum for its members for the exchange of ideas regarding the development, progress and well being of our University;
- d. To provide assistance, financial and/or otherwise to the students of the University and collectively when occasion demand and in so far as the finances of the Association permit;
- e. To take whatever measures it considered necessary to maintain improve and enhance the welfare, standards, prestige and good name of the university and its products.
- f. To undertake any other business that is consistent with and incidental to the objectives of the Association.

## ARTICLE 3: Address

The Address of the Association shall be: Adekunle Ajasin University, Akungba-Akoko, hereinafter known as "WORLD-WIDE ALUMNI CENTRE".

## ARTICLE 4: Membership

- a. Membership of the Association shall be opened to all graduates of Adekunle Ajasin University, Akungba-Akoko, irrespective of the nature and duration of course(s) taken, provided that no one expelled from the University shall be admitted as a member.
- b. Distinguished persons, especially teachers and administrators of the University whose activities have benefited the University and the Alumni Association may be admitted as Honorary Members on the recommendation of the National Council.

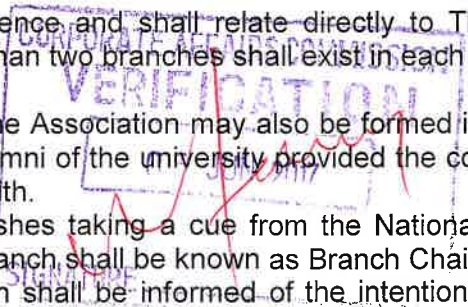
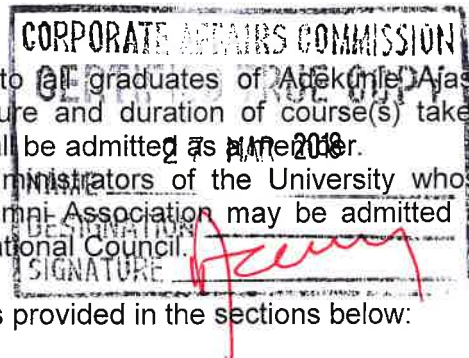
## ARTICLE 5: Structure and Governance

The Structure and Governance of the Association shall be as provided in the sections below:

### SECTION A: BRANCH OF THE ASSOCIATION

#### 1. COMPOSITION/FORMATION

- a. A Branch of the Association shall be constituted in any city, town, Local Government Area or State of the Federal Republic of Nigeria or anywhere in the world where there are at least 20 Alumni members. Such a Branch shall be called after the name of the city, town, Local Government Area or State of residence and shall relate directly to The National Secretariat provided always that not more than two branches shall exist in each of the three senatorial district of the state.
- b. Notwithstanding 1 (a) above, a branch of the Association may also be formed in any place outside Nigeria where there are eligible Alumni of the university provided the conditions for opening branch have been duly complied with.
- c. A Branch may elect such officers as it wishes taking a cue from the National Executive Committee provided that the head of the Branch shall be known as Branch Chairman;
- d. The National Secretariat of the Association shall be informed of the intentions to form a Branch in writing and a list of members of such a branch together with their addresses and other particulars shall be forwarded to the National Secretariat for consideration provided such a list of members shall be updated annually or whenever major changes occur.



- e. Every Branch shall have powers to run its activities according to its wishes, provided always that such activities shall not be in conflict with the provisions of this Constitution; provided also that in the case of a clash in the timing of the programme of activities between the National body and any Branch, the programme of the national Body shall take precedence.

## **2. ELECTION OF BRANCH EXECUTIVE COMMITTEE**

- a. A Branch Executive Committee shall be formed through a Branch election to be supervised by the National President or his representative and shall swear in the elected members.
- b. The Branch Executive Committee shall oversee the smooth and efficient running of the Association at the Branch level.
- c. The Branch Executive Committee shall have the power to appoint members of various Committees for the smooth running of the Association at the Chapter level.
- d. The Branch Executive Committees shall prepare its own Annual Budget.
- e. The Branch Executive Committee shall prepare quarterly and annual reports on the activities of the Branch for presentation to the National Executive Council.

## **SECTION B: THE NATIONAL EXECUTIVE COUNCIL**

### **1. FUNCTIONS OF THE NATIONAL EXECUTIVE COUNCIL (NEC)**

#### **a. The President shall:**

- i. Uphold the Constitution of the Association;
- ii. Preside over all the meetings of the Association;
- iii. Convene through the Secretary all meetings of the Association including the emergency meetings;
- iv. Present an annual budget proposal to the National Council within the first quarter of the Alumni financial year through the National Treasurer;
- v. Appoint in consultation with the National Executive Committee, the Chairman of the Annual Lecture Committee and other committees;
- vi. Be a compulsory signatory to the Association's Account(s), as the Chief Accounting Officer of the Association;
- vii. On behalf of the National Executive Committee, present quarterly and annual reports on the activities of the Association to the University through the University Advancement Office.
- viii. Represent the Association on the University Governing Council.
- ix. Be a compulsory member of the Trustees.

#### **b. The National First Vice-President shall:**

- i. Assist the National President generally in discharge of his/her functions;
- ii. Deputize for the National President (in the order of hierarchy) on the absence of the National President or as may be delegated by the President;

#### **c. The National Second Vice-President shall:**

- i. Assist the National President generally in discharge of his/her functions;
- ii. Deputize for the National President (in the order of hierarchy) in the absence of the National President or as may be delegated by the President;

#### **d. The National Secretary shall:**

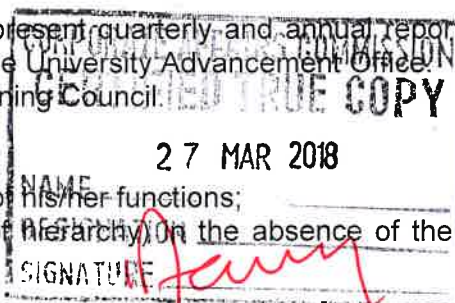
- i. Coordinate the general duties of the National Secretariat of the Association;
- ii. Be in-charge of general administration and management of the National Secretariat;
- iii. Summon, after consultation with the National President, all meetings of the Association;
- iv. Record and keep the minutes of all such meetings;
- v. Be a co-signatory to all the Accounts of the Association;

#### **e. The Assistant National Secretary shall:**

- i. Assist the National Secretary in the performance of his/her functions and act for him/her in his/her absence;

#### **f. The National Treasurer shall:**

- i. Receive all monies on behalf of the Association and deposit them in the account(s) of the Association within seven (7) days of receiving such money;
- ii. Keep up-to-date accounts of all monies received or paid out by him/her and give progress reports at every meeting of the National Executive Committee;





- iii. Be a co-signatory to all Association's accounts;
- iv. Take his/her books of account available to the Finance and General Purposes Committee, the National Executive Committee, the National Council, and the Auditors on request at a reasonable notice;
- v. Submit to the Auditors an Annual Statement of Account for audit purposes;
- vi. Submit to the Finance and General Purposes Committee and the National Executive Committee, on quarterly basis, the statement of account of the Association;
- vii. Present an annual financial report to the General assembly;

**g. The National Financial Secretary shall:**

- i. Collect and issue receipts for all monies of the Association and hand over such monies to the Treasurer within seven (7) days of such collection;
- ii. Keep an up-to-date account of all monies collected and paid to the Treasurer.
- iii. Make the Association's books of account in his/her possession available to the National Council or the Auditors on request at reasonable notice;
- iv. Present proposals of fund-raising activities to the National Executive Committee when required to do so;

**h. The National Event and Publicity Officer shall:**

- i. Plan and organize all the events of the Association under the general or specific directive of the National Executive Council or the National President;
- ii. Take charge of the Public Relations functions of the Association;
- iii. Be the Chairman of the Editorial Board of the Association;
- iv. Be in charge of the general management of the Association's Guest House, and hand over such proceeds to the National Treasurer;

**i. The National Legal Officer shall:**

- i. Be a member/ Chairman of Disciplinary Committee of the Association.
- ii. Be a member of Finance and General Purposes Committee (F&G.P.C);
- iii. Advise the Association on all legal matters and handle or arrange to handle any Litigation involving the Association.

**J. Director of women services**

- i. Increase women participation in the activities of the Association
- ii. See to the General welfare of Alumni members
- iii. Collaborate with the event and publicity officer
- iv. Initiate events and projects in line with her mandate

**k. Ex-Officio (Two Members) shall:**

- i. Enlighten the National Executive Council (NEC) on the previous activities of the Association;
- ii. Advise and guide the National Executive Council on their proposed activities;
- iii. Relate constantly with the National President;

**SECTION C: THE NATIONAL COUNCIL (NC)**

**1. Composition**

There shall be a National Council (NC) of the Association hereinafter referred to as "THE COUNCIL" which shall be made up of:

- a. National Executives Committee
- b. The Chairmen and Secretaries of all the Branches

**2. Functions and Powers of the National Council**

- a. The Council shall have powers to take decisions on matters, which affect the Association and shall have authority to act for and on behalf of the Association on matters requiring decisions in between the Association's Assembly.
- b. The Council shall also have the power to review Members/Branches' Annual Subscription Fee, which shall be in force for at least two years.
- c. The Council shall have powers to co-opt additional members on to the Council. However, co-opted members shall have no vote.
- d. The Council shall have the power to transfer any case of a member requiring that disciplinary measure to the Disciplinary Committee for recommendation, provided that Council reserves the power to modify, overrule or ratify the recommendation(s) of the Disciplinary Committee.

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e. The Council shall have the power to receive and consider for approval the Annual Budget of the Association

The Council shall also have the power to receive and consider annual Financial Report of the Association prepared by an Auditor for onward submission and approval of the Assembly..

#### **SECTION D: General Assembly**

##### **1. COMPOSITION**

There shall be a General Assembly of the Association, hereinafter referred to as "ASSEMBLY" which shall be the supreme decision-making body of the Association. It shall hold once every two years and it shall comprise:

a. The Incumbent National Council Members

b. Ten (10) delegates to represent each Branch in accordance with the provisions of the Constitution, provided always that for a branch to be eligible to send delegates as stated in this section, such members of a branch:

i. Must have fully paid her annual subscription fee(s).

ii. No branch should include as its delegate during Assembly, any member who is undergoing any form of disciplinary measure either by his/her Branch or by NC.

c. The Trustees of the Association (which shall be elected by 2/3 majority of the NEC).

d. Accredited Financial Members sitting only as observers.

##### **2. Functions Of The General Assembly**

a. Receive the National President's address

b. Have the power to dissolve the National Executive Committee at the end of its tenure and elect a new one, provided the Accredited Financial members & Trustees are not entitled to vote.

c. Receive, debate and may adopt the Audited Accounts of the Association together with the Auditor's comments thereon.

d. All financial members of the Association shall be entitled to attend Assembly as observers upon accreditation, if not attending as delegates from their Branches.

#### **ARTICLE 6: MEETINGS**

##### **SECTION A: National Executive Council (NEC) Meeting**

i. The National Executive Council shall meet at least once in three months to consider the business of the Association. The meeting shall be summoned by the National President through the National Secretary.

ii. The President, through the National Secretary, can also summon emergency meetings of the National Executive Committee as may be considered necessary.

##### **SECTION B: National Council (NC) Meeting**

i. The Council meet two times in a year, at least one of which shall hold at the National Headquarters of the Association.

ii. Without prejudice to (i) above, emergency meetings of Council shall hold if so desired and shall be summoned by the National President through the National Secretary.

##### **SECTION C: General Assembly (NA) Meeting**

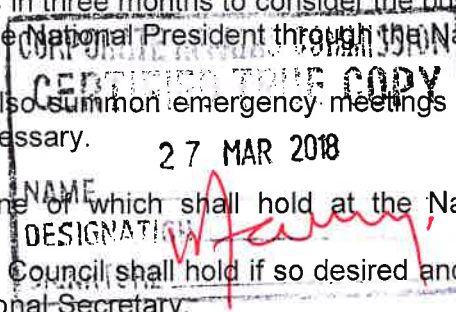
i. The General assembly of the Association shall hold once in two years at the Headquarters of the Association.

ii. Without prejudice to C (i) above, Extra-Ordinary Meetings of the General assembly shall be summoned on the written request of not less than half of up to date functioning branches of the Association, to discuss such matters as are listed on the notice summoning such meetings. Two third (2/3) of the functioning branches can process the summoning of an emergency meeting, while one third (1/3) of the functioning branches must be present at the meeting for quorum to be formed; the Quorum shall reflect geographical spread of the Association.

iii. National Executive Committee and the council may also summon Emergency Assembly.

iv. Such extra-ordinary meetings shall be held not later than two (2) calendar months from the date of the receipt of the signed request.

v. If at the expiration of the specified period, the National President refuses to summon the Extra-Ordinary Meeting, leading of General Assembly, the Chairman Board of Trustees shall convene a legal meeting of the association at the a well-published venue.





vi. The resolution of the meeting so convened by the Board of Trustees shall be appropriately communicated to the university within 24 hours for necessary action.

#### **SECTION D: Quorum**

The quorum for the following meetings shall be:

- i. The Assembly: half of the functioning and up to date branches including the National President or a Vice-President and the National Secretary or the Assistant National Secretary.
- ii. The National Council: six (6) members including the National President or a Vice-President (delegated by the President), the National Secretary or the Assistant National Secretary, one other National Officer and 1/3 of other members who are not Nationals Officers.
- iii. National Executive Council: Six (6) Members including the National President or a Vice-President (delegated by the President), the national Secretary or the Assistant National Secretary and four other National officers.
- iv. Standing Committee: One third of the membership of the respective committee.
- v. Ad-hoc Committees: As may be specified by the body setting up the particular Committee.

#### **ARTICLE 7: GENERAL ELECTION**

##### **SECTION A: Condition for Election of National Executive Officers**

- i. There shall be election to every National office.
- ii. For the purposes of election, The National Council shall appoint an Electoral Committee made up of between 5 to 7 members, to conduct elections. No member contesting for any national office shall be eligible to serve on the Electoral Committee.
- iii. The Electoral Committee shall, among other duties, ensure that only current financial members who have been duly nominated by their branches are accredited as eligible to contest for the election. Any officer of the Association shall be deemed to be duly elected by a simple majority of the members attending and voting at a General Assembly summoned for that purpose.
- iv. The University shall be represented by two (2) of her officers to witness the election of the National Executive.
- v. Voting shall be by Open Secret Ballot System.
- vi. A member being nominated by his/her branch shall accompany his/her nomination paper with the receipt of payment of the Branch's annual due for the preceding year.
- vii. An Electoral Committee shall be set up during the National Council meeting at least three (3) months preceding the General Assembly meeting, which shall screen all nominated candidate(s).
- viii. The result of Screening should be made known to the Branches and candidate(s) concerned within 2 weeks of the screening exercise.
- ix. The list of prospective candidates shall be made available to the Electoral Committee, which shall be set up by the National Council.
- x. Failure to meet any of the above criteria and preconditions as provided for in this section may lead to automatic disqualification of the candidate concerned. Provided that such a report of disqualification shall have been communicated to the candidate concerned 2 weeks before the Election Assembly.

##### **SECTION B: Eligibility**

- i. Candidates for the position of National President/National 1st & 2<sup>nd</sup> Vice President must have graduated for a minimum period of four (4) years;
- ii. Candidates for the position of National President/National 1st & 2<sup>nd</sup> Vice President must have network capable of promoting the Association;
- iii. Candidates for the position of National President/National 1st & 2<sup>nd</sup> Vice President /Secretary/National Treasurer must have a means of livelihood with evidence to substantiate that;
- iv. Candidate for the office of the National Legal Officer shall be a qualified legal practitioner in Nigeria with at least two (2) years post call;
- v. The position of the National Secretary shall not be restricted to any branch provided that he/she or the Assistant National Secretary is resident in Akungba-Akoko;
- vi. Candidate contesting for a position in the Association must not have criminal records;
- vii. Any Branch presenting a candidate for any of the National offices shall have attended at least 3 Council meetings within the last two years preceding the election Assembly;

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vi. The resolution of the meeting so convened by the Board of Trustees shall be appropriately communicated to the university within 24 hours for necessary action.

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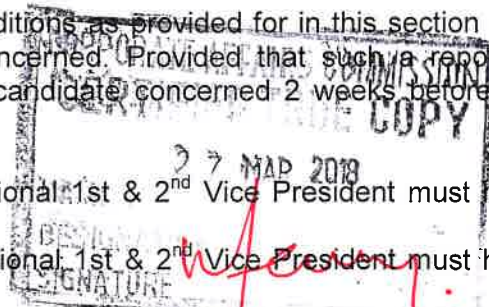
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- ix. The list of prospective candidates shall be made available to the Electoral Committee, which shall be set up by the National Council.
- x. Failure to meet any of the above criteria and preconditions as provided for in this section may lead to automatic disqualification of the candidate concerned. Provided that such a report of disqualification shall have been communicated to the candidate concerned 2 weeks before the Election Assembly.

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- iv. Candidate for the office of the National Legal Officer shall be a qualified legal practitioner in Nigeria with at least two (2) years post call;
- v. The position of the National Secretary shall not be restricted to any branch provided that he/she or the Assistant National Secretary is resident in Akungba-Akoko;
- vi. Candidate contesting for a position in the Association must not have criminal records;
- vii. Any Branch presenting a candidate for any of the National offices shall have attended at least 3 Council meetings within the last two years preceding the election Assembly;



viii. Outgoing officers shall be eligible for re-election for another term of two years, provided that no member shall hold the same office for more than two consecutive terms.

**SECTION C: Bye Election**

By-election shall be held at the event of death, incapacitation or resignation of any member of the branch or National Executive.

**ARTICLE 8: FINANCE AND APPOINTMENT OF AUDITOR**

**SECTION A: Financial Year of the Association**

The financial year of the Association shall begin on 1<sup>st</sup> of January and end on the 31<sup>st</sup> of December every year.

**SECTION B: Liability and Source of Income**

- i. The Association shall be liable only to the extent of its own properties.
- ii. The Association's sources of funds shall be by dues, subscriptions, donations, contributions, special levies, gifts, endowments and other means as approved by Council.
- iii. Individual member shall remit its members' annual dues as Annual Subscription to the National Council, Provided that a member, who resides in a place where no branch exist for the time being, shall pay his/her subscription to the Association's Bank Account.
- iv. The amount payable as Annual Subscription by members shall be subject to review from time to time by the National Council, provided that every branch shall have power to regulate dues payable by their members.

**SECTION C: Banker, Signatories & Standing Order**

- i. The Banker(s) of the Association shall be appointed by the National Council.
- ii. The Signatories of the Association's account(s) shall be the President, Secretary and Treasurer
- iii. Any two signatories shall be valid to operate the Association's Accounts provided that the President shall always be one of the signatories.
- iv. There shall be Financial Regulations and Standing Orders of the Association prepared by the National Executive Council, guided by the University and approved by the General Assembly, which must be strictly adhered to by all members.

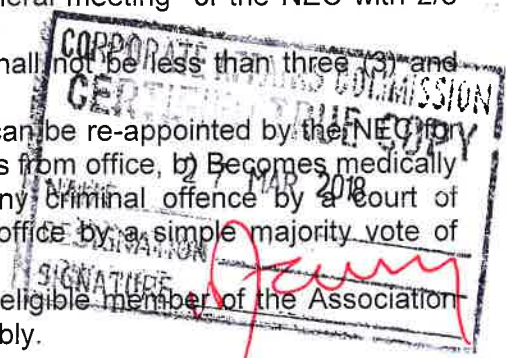
**SECTION D: Auditors**

- i. The National Council shall appoint a licensed and independent auditors to audit the Association's financial records annually and present a report to the General meeting of the Council and the duly certified copies shall be annexed to the annual returns to be filed with CAC.
- iii. The National Council shall fix the remuneration of the Auditors.

**ARTICLE 9: TRUSTEES**

**SECTION A: Appointment of Trustees**

- i. The Trustees of Adekunle Ajasin University Alumni Association for the purposes of the Company and Allied Matters Act no 1 of 1990, shall be elected at a general meeting of the NEC with 2/3 majority votes of members present.
- ii. Such Trustees (Hereinafter referred to as, 'The Trustee') shall not be less than three (3) and more than seven (7) in number.
- iii. A trustee may hold office for a period of two (2) years and can be re-appointed by the NEC for another term, but shall ceases to hold office if he/she: a) Resigns from office, b) Becomes medically unfit, c) Is officially declared bankrupt, d) Is convicted of any criminal offence by a court of competent jurisdiction, e) Is recommended for removal from office by a simple majority vote of members present at the assembly
- iv. Upon a vacancy occurring in number of Trustees, another eligible member of the Association shall be appointed to fill the vacancy at the next General assembly.



**ARTICLE 10: COMMON SEAL**

- i. The Association shall have a Common seal, which shall be in the custody of the Secretary who shall produce it when required for use.
- ii. All documents to be executed by the trustees shall be signed by any three of them and sealed with the Common Seal.

**ARTICLE 11: STANDING COMMITTEES**



a. The National Executive Committee shall have powers to set up Standing Committees and Ad-hoc-committees as desired. The following Committees shall however be mandatory as Standing Committees:

- i. Financial and General Purposes Committee (F&GPS)
- ii. Disciplinary Committee
- iii. Annual Alumni Lecture Committee.

b. Membership of all Standing Committees shall be ratified by Council.

**ARTICLE 12: SPECIAL CLAUSE**

1. The income and property of the Association whenever derived shall be applied solely towards the promotion of the objectives of the Association 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 Association provided that, nothing herein shall prevent the payment in good faith of reasonable and proper remuneration to an officer or servant of the Association in return for any service actually rendered to the Association, but no member of the fees; and that no remuneration or other benefit in-kind or cash shall be given to any member of the National Council except payment of out-of-pocket expenses or reasonable and proper rent for premises let to the Association provided that provision last aforesaid shall not apply to any payment to any company of a member of the Association.

2. In the event of a winding up or dissolution of the Association, if there remains, after the satisfaction of all its debts and liabilities, any properties whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given transferred to some other institution or institutes, having objectives similar to those of the Association and such body and bodies are to be determined by the members of the Association at or before the time of dissolution and if effect cannot be given to the aforesaid provision, then to some charitable objectives or purposes.

**ARTICLE 13: COMPLAINTS AND RESOLUTIONS**

a. Any one or member/members that has complaint(s) against the Association shall notify the National Council in writing; the Council shall look into the matter and resolve it accordingly.

Where any issue cannot be resolved by the Council, such shall be referred to the General Assembly.

b. No litigation shall be maintained against the Association by anyone unless the following have been complied with:

- i. A 100 day pre – Action Notice has been duly served on the Association and;
- ii. Every available internal mechanism of dispute resolution has been exhausted.

**ARTICLE 14: OMNIBUS CLAUSE**

Where any issue or matter arises which is not directly or indirectly provided for in this constitution, such issue or matter shall be dealt with at a meeting of General Assembly.

**ARTICLE 15: AMENDMENT PROCEDURE**

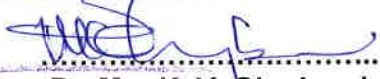
Any amendment to the Constitution may be ratified by a simple majority of The Assembly

a. Such amendment, which may be proposed by any member, through his/her branch, shall be communicated to the national secretary at least two calendar months before the date of the Assembly.

Dated this ..... day of ..... 20.....



**Barr. Kehinde Ige**  
Chairman  
08034225501



**Dr. Mrs. K. V. Olugbemi**  
Secretary  
08034996167

CORPORATE AFFAIRS COMMISSION  
VERIFICATION  
05 JUN 2017  
SIGNATURE

CORPORATE AFFAIRS COMMISSION  
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