



UNITED AFRICAN COMMUNITY CONSTITUTION

“We, members of the United African Community (UAC), hereby pass the articles of this Constitution establishing the rules to effectively govern its operations.”

Preamble

Mindful of the constitution of the United States of America (U.S.A);

Mindful of the statutes of the State of North Dakota;

Mindful of the statutes on the freedom of associations in the U.S.A and the State of North Dakota;

Conscious that all peoples are united by common bonds and their cultures pieced together in a shared heritage;

Cognizant of our common ancestry, geographic and historic origins, values, interests, and purpose;

Mindful of our ethnic, cultural, religious, and national diversity;

Mindful of the enormous differences between our cultures, values, way of life and that of the Americans and North Dakotans;

Determined to contribute towards the preservation of unity, peace and development in our community;

With the pledge to uphold the African values;

We, members of the United African Community (UAC), hereby pass the articles of this Constitution establishing the rules to effectively govern its operations.

ARTICLE I. NAME, MISSION, PURPOSE AND AFFILIATIONS

Section 1. Name

The name of this organization, as established by this constitution, shall be United African Community hereafter referred to as “the organization” or “UAC”.

Section 2. Mission Statement

The United African Community is a not-for-profit organization that seeks to actively promote unity, peace, and development or transformation of our community through cooperation and/or partnership with local, state or federal government entities and parastatals, as well as other nongovernmental organizations (NGOs) of interest.

UAC is dedicated to finding ways to improve the social, academic and professional accomplishments of its members.

The role of UAC is to cultivate the priceless relationships that enhance unity and pride among its members and the community at large; with the aim to foster a spirit of enculturation and, hence, build new cultures critical to sustain a great community.

Section 3. Purpose

The purpose of this organization shall be to:

- 1.** Safeguard African interests within the larger community.
- 2.** Promote unity among Africans and enhancing closer ties and understanding between Africans and/or non-Africans.
- 3.** Create awareness of African issues and development.
- 4.** Promote participation in African development.
- 5.** Promote positive image of Africa and Africans.
- 6.** Participate in issues affecting Africans in general.
- 7.** Serve as a resource organization that meets the needs of Africans.
- 8.** Facilitate the professional growth of Africans.
- 9.** Provide a healthy forum for discussion of diverse issues concerning Africa and its African Diasporas.

10. Develop a generation of Africans that are aware of its African values and culture to actively be involved in its development.

Section 4. Affiliations

This organization may be affiliated with any local, state, national, or other international group that shares its vision and objectives.

ARTICLE II. NON-DISCRIMINATION STATEMENT

The following three clauses embody the nondiscrimination statement of this organization.

- a.** Membership in this organization shall comply with the nondiscrimination statement as stated in the Municipal Code(s).
- b.** No form of discrimination shall be used as a condition of membership in this organization.
- c.** Membership in this organization shall therefore be without regard to race, color, religion, gender identity, genetic information, creed, national origin, handicap, age, gender orientation, sex, sexual orientation, veteran’s status, marital status, parental status, political affiliation or physical, mental or medical disability unrelated to the mission of this organization.

ARTICLE III. MEMBERSHIP

Section 1. Requirements for Membership

- A.** Membership shall be open to all Africans and individuals who share the vision of the organization and agree in the pursuit of the organization’s dream as outlined in, but not limited to, Article I, section 2 of this Constitution.
- B.** Members shall comply with the governing policies, principles, rules and regulations of the organization and the City upon accepting the terms and conditions of this Constitution.
- C.** We shall actively pursue rehabilitation of members instead of retribution.

Section 2. Types of Membership

There shall be three types of membership as follows:

A. Active Membership

- a.** Eligibility: All individuals shall be eligible to become active members as described in Article III, section 1(A).

b. Definition: An active member shall be one who pays his or her membership dues, attends at least half of the business meetings within a year, and participates in the activities of the organization.

B. Associate Membership

All individuals who do not meet the active membership requirements shall be admitted as “Associate” members. Upon complying with the membership requirements as stated in Article III, section 2(A) Associate members may be designated Active Membership status.

C. Honorary Membership

Individuals making outstanding contributions to the organization shall be extended honorary membership by the Executive Committee.

Section 3. Eligibility Criteria for Membership

A. Anyone may become a member, subject to Article III, Section 1.

B. Voting members shall consist of all members who:

a. Have paid the required dues as stipulated in Article III, section 2(A).

b. Have fulfilled the attendance requirements.

ARTICLE IV. GOVERNING STRUCTURE

Section 1. There shall be a Representative Council and an Executive Board with separate responsibilities.

Section 2. The Representative Council, which shall be responsible to the people, shall have separate powers and functions.

ARTICLE V. REPRESENTATIVE COUNCIL

Section 1. Powers of the Representative Council

The Representative Council shall:

A. Be an elective body, ceding organizational powers to the Executive Board.

B. Be a deliberative and only legislative body of the Organization.

C. Have judicial powers, adjudicating all matters of conflict within the community based on African values and cultures.

D. Have disciplinary powers focused on ensuring rehabilitation of members.

E. Have powers to recommend actions to the Executive Board.

F. Approve actions of the Executive Board prior to implementation.

G. The Representative Council shall receive and hear all complaints of any grievances from members of the organization.

Section 2. Membership to the Representative Council

Members of the Representative Council shall be constituted as follows:

A. Each member country of the Organization shall automatically have a representative to the Council.

B. Membership to the Council shall not be based on the population size (within the community) of the country represented.

C. Each represented country shall elect a representative member to the Council to serve a term of three years with multiple renewal terms.

D. The Vice-President of the Executive Board shall be an automatic, nonvoting member of the Council.

E. In the event of a tie, the Vice President shall have the power to cast a tiebreaker vote.

ARTICLE VI. EXECUTIVE BOARD OFFICERS

Section 1. Powers of the Executive Board

A. The Executive Board shall be an elective body.

B. The Executive Board shall have the powers to implement policies the Representative Council recommends.

Section 2. Elected Officers

The elected officers of this organization shall be:

A. President.

- B. Vice President.
- C. Secretary.
- D. Treasurer.
- E. Public Relations Officer.
- F. Cultural, Art and Social Officer.

Section 3. Qualifications for Holding Office

Eligibility to hold an office in this organization requires the following qualifications:

- A. The candidate must be an active member of the Organization.
- B. The candidate must have held active membership in the organization for at least one year, except for the founding year of the organization.
- C. An active member is one who attends at least half of the general meetings of the organization within a year and complies with Article III, Section 2(b).
- D. The candidate must be at least 18 years old.

Section 4. Elections

- A. The Representative Council is the only body vested with the powers to elect a three-member electoral commission that will serve a term of one election year.
- B. The officers of the organization shall be elected for a term of two years.
- C. Elected officers may hold office for a maximum of two consecutive terms.
- D. General elections will be held every two years in September in accordance with the timetable set by the electorate commission.
- E. The term of office begins every October for the newly elected officers, except for those elected in a by-election.
- F. Election to office shall be by simple majority vote of the voting members present.

Section 5. Voting in Elections

- A. All members 18 years old or above are eligible to vote.
- B. Each voting member shall have one vote.

C. A voting member who is absent may cast a vote through a secret absentee ballot

D. A voting member is eligible to vote if he or she attended at least half of the general meetings prior to an election period

Section 6. Duties of the Officers

A. President. The President shall be the principal executive officer and shall have the following duties:

- a. The president shall be an official representative of the organization to outside entities
- b. To preside at all meetings of the organization.
- c. To call special meetings of the organization, when required.
- d. To prepare the annual budget and all budget requests for funds in consultation with the Executive Board.
- e. To prepare and submit any information or report requests by the City and any other body.
- f. To appoint committee chairperson subject to the approval of the Executive Board.
- g. To act as a co-signatory to the Organization's bank account.
- h. To perform other discretionary duties not specifically outlined in this Constitution to achieve the mission of the Organization.

B. Vice President. The Vice President shall have the following duties:

- a. To assume the duties of the President in the event of a vacancy in the office of the president (until a special election can be held).
- b. To perform other duties as assigned by the President and as stipulated in Article V, Section 2.

C. Secretary. The Secretary shall have the following duties:

- a. To keep a record of all members of the organization.
- b. To keep a record of all activities of the organization.

- c. To keep and distribute minutes of each meeting of the organization.
- e. To notify all members of meetings.
- f. To handle official correspondences of the Organization in consultation with the President.
- g. To perform other duties as assigned by the President.

D. Treasurer. The Treasurer shall have the following duties:

- a. To keep all financial records of the organization.
- b. To prepare and submit financial reports to the members.
- c. To submit financial records for quarterly auditing.
- d. To become familiar with accounting procedures and policies, and ensure proper tax filing on behalf of the organization.
- e. To perform other duties as assigned by the President.

E. Public Relations Officer (PRO). The PRO shall have the following duties:

- a. Publicize all programs and activities of the Organization.
- b. Maintain protocol at meetings of the Organization involving outside entities.
- d. Perform other duties as assigned by the President.

F. Cultural, Art and Social Officer (CASO). The CASO shall have the following duties:

- a. Solicit ideas for social and cultural programs from members and outside sources.
- b. Make appropriate proposal for the yearly cultural, art and social programs of the organization.
- c. To perform other duties as assigned by the President.

Section 7. Vacancy of an Officer

A. In the event of a vacancy in the office of the President, the Vice President shall assume responsibilities of the President for no more than one month.

B. If an officer position happened to be vacant, the President shall call a special election within a month to fill the vacancy.

C. The Representative Council will call for special election within one month to fill the vacancy in the office of the president.

Section 8. Removal of Officers

A. Grounds for removal of an officer may include:

- a.** Persistent violation of local ordinances, state and federal laws.
- b.** Failure to perform the duties of the office as set forth in the Constitution of the Organization.
- c.** Persistent failure to uphold the fundamental provisions of this Constitution.

B. Process to Remove an Officer

- a.** A petition to remove an officer, bearing signatures of at least one-quarter (1/4) of the voting members of the organization, should be submitted in writing to the Representative Council.
- b.** The Representative Council shall provide an officer(s) under review an opportunity to present a defense within two weeks either in person or in writing.
- c.** The Representative Council will then deliberate on and decide the merits of the grounds for removal alleged in the petition as judged against the defense presented.
- d.** In the event that the Representative Council does not approve the petition for removal based on lack of merit, the Representative Council's decision shall be final and the petitioners shall be adequately informed.
- e.** The Representative Council will call for a General Assembly vote when the Council finds the grounds for removal to be of merit.
- f.** The Representative Council shall present grounds for removal to the members at a regular or special general assembly meeting.
- g.** Voting is not to occur until after the grounds for removal and defense are presented to the General Assembly.
- h.** A vote for removal will only take place when at least 2/3 of the voting membership attends the removal meeting.

i. A simple majority vote shall be enough to remove an officer in question.

C. Appellate Procedure for Officer Removal

a. An officer may appeal his/her removal once, but such appeal must be made within two weeks to the Representative Council.

b. The Representative Council shall then examine the appeal following Article VI, Section 8 (B) c-i.

ARTICLE VII. MEETINGS

A. Business or General Meetings

a. The President shall call business meetings at least once in every three months.

b. The President shall take part in discussions and make motions on the floor during the meetings but cannot have a vote.

c. In an event of a tie, the President shall then be required to vote to decide the issue during business meetings.

B. Special Meetings

a. Non-business or special meetings for the purpose of other activities shall be held upon one week's notice to the membership.

b. The President or the Representative Council shall call a special meeting when requested by at least 10% of the voting membership.

C. Quorum

a. A quorum at business meetings shall consist of a quarter (1/4) of voting membership

b. No quorum is required to hold non-business meetings

c. Decisions at business meetings shall be based on a simple majority vote

ARTICLE VIII. EXECUTIVE BOARD

Section 1. Membership and Responsibilities of the Executive Board

A. Members of the Executive Board shall consist of the elected officers.

B. The management of the organization shall be vested in the Executive Board.

C. The Executive Board shall be responsible to the Representative Council, the entire membership, and the Constitution.

Section 2. Executive Board Meetings

A. Executive Board members shall meet at least once before every business meeting.

B. Participants of the Executive Board meetings are elected officers.

C. At the discretion of the Executive Board, any one interested may attend executive board meetings.

D. All decisions involving agenda, programs, and the general direction of the organization shall be made through a simple majority vote of the executive members.

E. A quorum of executive board meetings shall consist of at least half (1/2) of its total membership.

F. Executive Board meetings shall be chaired by the President.

ARTICLE IX. SPECIAL COMMITTEES

Section 1. Types and Functions of Special Committees

A. Authority to Establish Special Committees

a. The President shall have the authority to appoint officers to standing and any special committees to meet the needs of the organization, except the audit committee

b. The establishment and appointments to standing and special committees shall be subject to the approval of the Executive Board

B. Standing Committees

The Standing Committees may include, but are not limited to, the following:

a. Programming Committee

The Programming Committee shall ensure efficient coordination and timeliness of all programs.

b. Education Committee

1. The Education Committee shall be responsible for keeping members updated about educational resources and programs available in the community and in the world at large.
2. The committee shall also be responsible for finding necessary information relevant to Africans in the community, in the United States, Africa, and in other parts of the world.

c. Cultural, Arts and Social Committee

1. The Cultural, Arts and Social Committee shall be chaired by the Cultural, Arts and Social Officer.
2. The Committee shall be responsible for ensuring the preservation of African traditions and cultures.
3. The Committee shall make annual cultural programs that exhibit the best African arts in the community.
4. The Committee may also ensure the promotion of African culture through cultural exchange programs in the community.
5. The Committee shall also assist with organizing social activities.

e. Finance and Fundraising Committee

1. The Treasurer shall act as Chairperson of the Finance and Fundraising Committee.
2. The Committee shall develop and recommend mechanisms to generate funds for the organization.
3. The Committee shall, with Executive Board's approval, conduct fundraising activities on an annual basis.

f. Audit Committee

1. The Representative Council shall appoint the members and the chair of the Audit Committee.
2. The Audit Committee shall be responsible to conduct quarterly internal auditing of organization funds and resources.

3. The Audit Committee shall ensure the proper functioning of internal controls over financial and operating environment of the Organization.

4. The Chairperson of the Audit Committee shall present a report of the financial statements and the general effectiveness of internal controls to the Representative Council.

5. The Executive Board shall review the audit report and take any corrective measures to control weaknesses identified in the report.

C. Special Committees

Special committees may be created by the President to address specific issues that do not fall under any of the standing committees.

ARTICLE X. FINANCES

Section 1. Sources of Funding

The organization will finance its activities through the following means:

A. Donations from members or outside sources.

B. Fundraisers.

C. Membership dues.

D. Grants and all other legal sources of funding.

Section 2. Financial Management Structure

A. The Organization shall obtain and maintain a bank account with any financial institution.

B. The President and the Treasurer shall be signatories to the organization's bank account.

C. Funding shall be derived from above mentioned sources such as from other organizations, through grants from proposals submitted by the Organization, aid from local, state, or federal sources, from nongovernmental organizations, and other fundraising activities.

D. The funds obtained shall be deposited into the organization's bank account within a reasonable time upon receipt.

E. The funds for the Organization shall be used to carry out projects, activities, events, training programs or other such activities duly approved by the general assembly.

F. The financial records of the account must be submitted for a quarterly audit to the Audit Committee.

Section 3. Dues

A. Dues for this organization shall be proposed and approved by a simple majority vote of the voting membership at the first chartering meeting.

B. Amount of dues shall subsequently be changed through amendment motions at any time.

ARTICLE XI. BYLAWS

Section 1. Provision for Bylaws

A. Bylaws may be approved for the specific operations of the Organization.

B. No bylaw shall be adopted that is contrary to the provisions of this Constitution.

Section 2. Adoption and Amendment

A. The organization may adopt, amend, or rescind any bylaw by at least a simple majority vote of the active membership.

B. Any proposed bylaw must be publicized to the members at least two weeks prior to the meeting at which it is going to be voted upon.

ARTICLE XII. ESTABLISHMENT OF THE CONSTITUTION

A. This constitution shall come into force immediately upon adoption by two-thirds (2/3) majority vote of the founding members present.

B. The provisions of this Constitution shall prevail over any other conflicting engagement or any pledge of any member of the Organization.

C. Transition Clause: For the sole purpose of transition from founding of this organization to its fully functional state only, any person duly elected or appointed to any office described in this Constitution or in the by-laws prior to the coming into full force of this Constitution or bylaws shall be deemed to have been duly elected as set forth in this Constitution and shall assume the responsibilities of that position as described in this Constitution until the next scheduled election, which may not be more than one year from when the Transition Officers are elected or appointed. These Transition Officers shall be charged with building all the organs or structures of this

organization as set forth in this Constitution, especially the Representative Council, prior to the first general election to be scheduled in no more than one year as mentioned above. During this transition period, all agreements, contracts and obligations committed by this Transition Officers of UAC shall remain valid and binding on UAC unless otherwise cancelled or deemed inconsistent with the provisions of this Constitution.

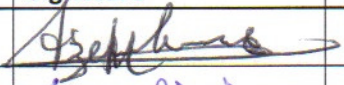
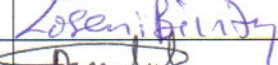


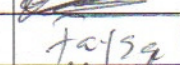

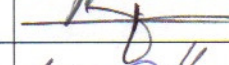
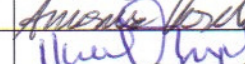

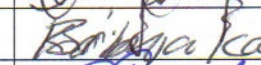
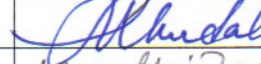
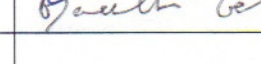

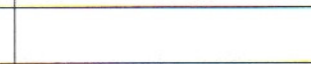
ARTICLE XIII. CONSTITUTIONAL AMENDMENT

A. This Constitution may be amended upon a written proposal presented by any member to the General Assembly at least one meeting prior to the meeting at which the vote shall be held.

B. All amendments to this Constitution shall require a simple majority vote of voting members present at the meeting for the amendment to be tabled for further discussion and ratification at a subsequent meeting.

C. Ratification of an amendment to this Constitution shall require a two-third (2/3) majority vote of voting members present at a regularly scheduled business meeting or an emergency meeting of the organization at which the amendment was discussed.

Done by the unanimous consent of the founding members present during the chartering day, **Sunday July 31st**, in the year **two thousand eleven**, in witness whereof we have hereunto subscribed our names and signatures as follows:

#	Name	Country	Signature	Date
1	Alexander Azenkeng (Const. Committee Member)	Cameroon		7/31/11
2	Loseni Bility	Liberia		7/31/11
3	Renon Ayuk	Cameroon		07/31/11
4	Kenneth Ndumbe Ngale	Cameroon		07/31/2011
5	Fadlalla Koko	Sudan		07/31/11
6	Faisel Omar Elmi	Somalia		07-03-11
7	Reginal Tarr (Const. Committee Member)	Liberia		07-31-11
8	George D. Massaquoi	Liberia		July 31, 2011
9	Amoussa Koriko	Togo		7/31/2011
10	Ike Onyeka	Nigeria		8/01/11
11	Bruno Mbote	Cameroon		7/31/11
12	Brima Kabba	Liberia		07/31/2011
13	Joseph Mandalla (Chair Const. Committee)	Malawi		08/30/2011
14	Marcellin Zahui	Ivory coast		08/25/2011
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