

THE CONSTITUTION OF AFRICAN EDUCATIONAL RESEARCH & DEVELOPMENT FOUNDATION

PREAMBLE

We, the members of AFRICAN EDUCATIONAL RESEARCH & DEVELOPMENT FOUNDATION a not for-profit and non-political organisation do firmly and solemnly resolve to provide for ourselves a constitution and to be governed by the provisions therein contained.

ARTICLE 1: NAME

The name of the Association is INCORPORATED TRUSTEES OF AFRICAN EDUCATIONAL RESEARCH & DEVELOPMENT FOUNDATION

ARTICLE 2: ADDRESS

The address of the Association shall be :
19B, BECO ESTATE, MANGORO, IKEJA, LAGOS STATE (LAGOS, LAGOS)

ARTICLE 3: AIMS AND OBJECTIVES

The aims and objectives of the association are:

- 1 To promote and encourage academic research and development.
- 2 To promote the education and development of the vulnerable populace through the award of scholarships, education support grants and the provision of other free incentives.
- 3 To generate empirical evidence that will impact and improve the provision of educational services at all levels of our education systems.
- 4 To organize and host annual as well as periodic conferences, seminars, workshops etc.
- 5 To provide genuine platform for purposeful academic networking aimed at advancing meaningful educational development.
- 6 To organise needs-informed research projects, the findings of which will aim to impact specific education policies in context;
- 7 To set-up special interest groups to champion capacity development of special needs education groups.
- 8 To foster co-operative research collaborations among scholars.
- 9 To source research grants to help facilitate collaborative research endeavours among African academics with genuine research intentions.
- 10 To provide the much-needed professionally coherent platform for academics and researchers.
- 11 To provides the opportunity for researchers and academics from different research tradition to work together for a common good of engaging in research as well as disseminating the outcomes of such research.



- 12 To work with any individual, groups or associations having common objectives with the Foundation.

ARTICLE 4: TRUSTEES

- A. The Trustees of AFRICAN EDUCATIONAL RESEARCH & DEVELOPMENT FOUNDATION for the purpose of the Companies and Allied Matters Act CAP C20 LFN 2004, shall be elected at a General Meeting charged with responsibility of selecting the Trustees with 2/3 majority votes of members present.
- B. Such Trustees (Hereinafter referred to as, "The Trustees") shall not be less than 2 and more than 10 in number.
- C. A Trustee may hold office for 10 years but shall cease to hold office if he:
- Resigns his office
 - Ceases to be a member of the registered Trustees of the body.
 - Becomes insane
 - Is officially declared bankrupt
 - Is convicted of a criminal offence involving dishonesty by a Court of competent jurisdiction
 - Is recommended for removal from office by a board of Governors and Trustees majority vote of members present at any General Meeting of the body
 - Ceases to reside in Nigeria
- D. Upon a vacancy occurring in the number of Trustees a General Meeting will be held to appoint another eligible member of the Association.

ARTICLE 5: COMMON SEAL

- A. The Trustees shall have a Common seal.
- B. Such seal will be kept in the custody of the Secretary who shall produce it when required for use by the Trustees.
- C. All documents to be executed by the Trustees shall be signed by such number of them and sealed with the Common seal.

ARTICLE 6: MEETINGS

For effective administration of the Association, there shall be the following meetings

SN	MEETING NAME	MEETING QUORUM
1	a. Board of Trustees Meeting	Two-third of members shall form a quorum.
2	b. Executive Council Meeting	Two-third of members shall form a quorum.
3	c. Annual General Meeting	Two-third of members shall form a quorum.
4	d. Emergency Meetings	Two-third of members shall form a quorum.

ARTICLE 7: GOVERNING BODY

(1)The Governing Council (2) The Board of Trustees (3) The Executive Council The following are the officers of the FOUNDATION who are charged with the overall management and good administration of the

affairs of the FOUNDATION: a) Chairman f) Treasurer b) Vice Chairman g) Public Relations Officer c) Secretary h) Welfare Officer d) Assistant Secretary i) Provost e) Financial Secretary j) Legal Adviser A) CHAIRMAN The Chairman is the Chief Executive of the FOUNDATION. He/She directs the affairs of the FOUNDATION and receives report from various officers of the Foundation. He/She is empowered to take decisions on behalf of the Foundation. He/She can also double as the Chairman of the Board of Trustees. He/She shall appoint any of the other members of the Executive Committee to act on his/her behalf when he/she is not available. His/Her duties are: i. To preside over all meetings. ii. Countersign all the payment vouchers. iii. Have a casting vote. iv. Serve as an effective link between the FOUNDATION and its members. v. Uphold and defend the constitution at all times. vi. Present a Chairman's address for the annual general meeting. vii. Protect the interest of every member. viii. Act for and on behalf of the Foundation B) VICE CHAIRMAN His \her duties are: i. performs the duties of the Chairman whenever the Chairman is absent or indisposed to act. ii. Performs other functions as may be given to him/her by the Chairman as provided for in the Constitution. C) SECRETARY He/She shall (a) Upon the instruction of the Chairman, summon all Trustees Executive and Annual General Meetings of the Foundation. (b) Record and keep minutes of all Trustees, Executive and Annual General Meetings of the FOUNDATION including attendance and summary of decisions taken at such meetings. (c) Write and dispatch Circulars, letters and other correspondence of the FOUNDATION on behalf of the Trustees. (d) Furnish an annual or special report of the activities of the Foundation. D) ASSISTANT SECRETARY His \her duties are: i. Performs the duties of the Secretary in his/her absence or when he/she is not disposed to act. ii. Helps the Secretary to perform his/her duties and carry out other assignments that may be given to him in the interest of the Foundation. iii. Countersign all the payment vouchers. iii. Have a casting vote. iii. Serves as an effective link between the FOUNDATION and its members. E) FINANCIAL SECRETARY His \her duties are: i. Collects and records monthly dues, registration fees, levies and all other monies accruing to the Foundation. ii. Writes and gives the Treasurer an original receipt covering the amount realized and handed over to the Treasurer during each meeting and at all other times. iv. Be a signatory to the Foundation's Bank Account and shall append his/her signature to every financial transaction involving the Foundation. F) TREASURER His \her duties are: i. Receives from the Financial Secretary all monies accruing to the Foundation from different sources. ii. Pays all monies collected for the Foundation into the Foundation's Bank Account within forty-eight hours of such collection. iii. Disburses the Foundation's money as the occasion demands, but only on a written approval of such disbursement signed by the Chairman and Financial Secretary. G) PUBLIC RELATIONS OFFICER His \her duties are: i. Communicates to all members of the Foundation about meetings and other activities of the Foundation. ii. Issues notices and make pronouncements on behalf of the Foundation H) WELFARE OFFICER His \her duties are: i. Oversees the Foundation's functions and social activities. ii. Takes care of the welfare of the members during meetings and other occasions. I) PROVOST His \her duties are: i. Be responsible for the maintenance of peace and order during meetings and other activities of the Foundation. ii. Collects fines from members and hands same over to the Financial Secretary. J) LEGAL ADVISER His \her duties are: i. Advises the Foundation on Legal matters.

ARTICLE 8: SOURCES OF INCOME

The sources of income for the Association shall include:.

- 1 Accept donations (whether cash and/or kind) from individuals, Corporate bodies, organizations in Nigeria or elsewhere;
- 2 Receive grants or assistance from individuals, trusts fund and other charitable or philanthropic organizations in Nigeria or elsewhere;
- 3 Agreed levies by members.

ARTICLE 9: DISBURSEMENT AND APPLICATION OF FUNDS

i. The income and property of the FOUNDATION shall be applied solely towards the promotion of the objects of the FOUNDATION as set forth in this Rules and Regulations/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 FOUNDATION. ii. The Trustees shall defray out of the income of the FOUNDATION the cost of repairs and insurance and all other charges and outgoings payable in respect of the property of the said FOUNDATION, and all the proper costs, charges and expenses incidental to its administration and management.

ARTICLE 10: KEEPING ACCOUNT

The Foundation shall open an account or accounts in any reputable bank or banks and the signatories to the accounts(s) shall be the Chairman, Secretary and Treasurer, provided any two of the signatories shall be sufficient for withdrawal from the account at any given time. The Foundation shall ensure the accurate keeping of all income and expenditure.

The Association shall ensure the accurate keeping of record of all income and expenditure

ARTICLE 11: APPOINTMENT OF AUDITOR(S)

1. Independent qualified and licenced Auditors shall be appointed by the general meeting to audit the financial records of the Association annually and submit an audited report to the Annual General Meeting of the Association.
2. The audited financial statements (balance sheet and income and expenditure account) duly certified by independent auditors shall be annexed to the annual returns and file with the Corporate Affairs Commission.

ARTICLE 12: AMENDMENT OF CONSTITUTION

The Association may alter the provision of its Constitution at a General meeting by a resolution passed by a simple majority of its members and approved by the Commission.

ARTICLE 13: SPECIAL CLAUSE

1. THE INCOME AND PROPERTY OF AFRICAN EDUCATIONAL RESEARCH & DEVELOPMENT FOUNDATION shall be applied solely towards the promotion of the objective of the body as set forth in this RULES AND REGULATION/CONSTITUTION: and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Association.
2. PROVIDED that nothing herein shall prevent the payment in good faith, or reasonable and proper remuneration to any officer or servant of the Association in return for any service actually rendered to the Association:
 - a. With the exception of ex-officio members of the Governing Council, no member of the Council of Management or Governing Body shall be appointed to any salaried office of the Association or any office of the Association paid by fees; and
 - b. No remuneration or other benefit in money or money's worth shall be given by the body to any member of such Council or Governing Body except repayment of out of pocket expenses or reasonable and proper rent for premises demised, or let to the Association or reasonable fees for services rendered.
3. If in the event of a winding up or dissolution of the corporate body there remains after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed

among the members of the Association but shall be given or transferred to some other institutions, having objects similar to the object of Association, such institutions to be determined by the members of the Association at or before the time of dissolution.

4. If effect cannot be given to the aforesaid provisions, then the remaining property shall be transferred to some charitable object.

Dated this

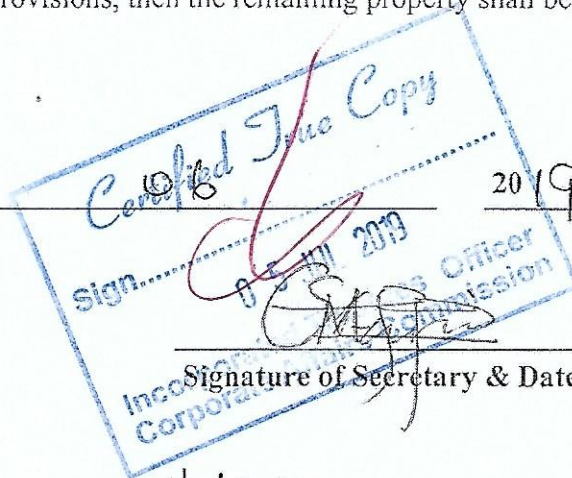
24th

day of

2019



Signature of Chairman



Signature of Secretary & Date

PROF. OKEKE CHINEJU IFEJI ONOCHIE

Name of Chairman & Tel. No.

+2783 786794

NIWANKWO CHRISTIAN AMARA

Name of Secretary & Tel. No.

08064167382