

CAC/IT/NO 89634



**CORPORATE AFFAIRS COMMISSION  
FEDERAL REPUBLIC OF NIGERIA**

**Certificate of Incorporation**

*of the Incorporated Trustees of*

**SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH**

*I hereby certify that*

DAODU OLAYINKA , OLALEKAN DAVIES , OLORUNFEMI OLUSEGUN , OLORUNFEMI  
EUNICE , DOOSHIMA EGOPIJA

*the duly appointed trustees of SOCIETY FOR BEHAVIOURAL THERAPY &  
HEALTH have this day been registered as a corporate body, subject to the below  
mentioned conditions and directions.*

*Given under my hand and the Common Seal of the Corporate Affairs  
Commission at Abuja this 8th day of August, 2016*

**CONDITIONS AND DIRECTIONS**

This certificate is liable to cancellation should the objects or the rules of the body be changed without the previous consent in writing of the Registrar General or should the body at any time permit or condone any divergence from or breach of such objects and rules.

**Note:**

This certificate does not bestow upon the Organization the right to establish any institution, engage in any business and the like without permission from the appropriate authority

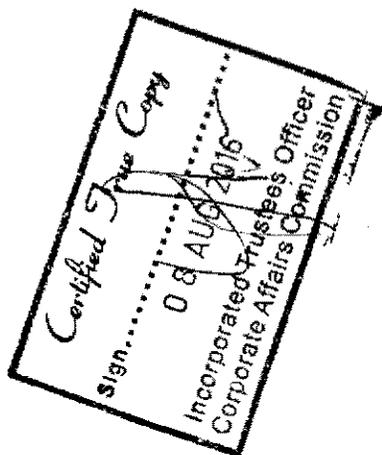


**BELLO MAHMUD**

**Registrar - General**



- (i). . . Resigns his office
  - (ii). . . Ceases to be a member of this REGISTERED TRUSTEES OF
  - (iii). . . Becomes insane.
  - (iv). . . Is officially declared bankrupt.
  - (v). . . Convicted of a criminal offences involving dishonesty by a Court or Tribunal of Competent Jurisdiction.
  - (vi). . . Is recommended for removal from office by a board of Governor's and
  - (vii). . . Members present at any General Meeting of..... **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH**  
OR
  - (viii). . . 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 to fill the vacancy.
- E) The Trustees shall have a common seal. (The Seal must be metal). The impression of the Common Seal should be affixed in "Enclosure F" (THE DEVICE OF THE COMMON SEAL).
- F) Such common seal shall be kept in the custody of the SECRETARY (or whoever is desired) who shall produce it when required for use by the Trustees
- G) All documents to be executed by the Trustees shall be signed by such number of them and sealed with Common seal.
- H) The Trustees shall apply to Corporate Affairs Commission for Certificate of Incorporation under the Companies and Allied Matters Act NO. 1 of 1990 Part C.
- I) If such certificate is granted the Trustees shall have power to accept and hold in trust all land belonging to **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** ..... and to acquire land on behalf of **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** ..... subject to such conditions as the Commission may impose.
5. If subscriptions or other contributions are to be collected from members, provisions should be made in the rules for keeping of accounts, their annual auditing and reporting of discrepancies to a General Meeting.
6. SPECIAL CLAUSE relating to income and property of applicant bodies should be incorporated in your rules. Copies of Minutes of the meeting where at the CLAUSE was adopted for incorporation in your rules should be supplied duly Signed and dated by the Chairman and Secretary
7. ENCLOSURES "A" TO "H" to be completed



## APPLICATION FORM FOR INCORPORATION OF TRUSTEES

### ENCLOSURE "A"

#### AIMS AND OBJECTS OF THE APPLICANT BODY

S/N	AIMS/OBJECTS
1)	THE ORGANIZATION SHALL BE NON-DENOMINATIONAL CHRISTIAN NON-GOVERNMENT ORGANIZATION WITH THE FOLLOWING AIMS AND OBJECTIVES
2)	TO FACILITATES THE DEVELOPMENT OF HUMAN CAPITAL AND SELF-RELIANCE WITHIN A CARING AND ENABLING SOCIOECONOMIC ENVIRONMENT. THIS WILL BE DONE BY RENDERING SERVICE, IN AHOLISTIC APPROACH TO CHILDREN, YOUTH MEN, WOMEN, FAMILIES AND OLDER PERSON IN AN HOLISTIC MANNER ENSURING THE RIGHT OF ALL TO DEVELOPMENT, SECURITY AND ENHANCEMENT OF QUALITY OF LIFE. THIS WE SHALL ENDEAVOR TO ACHIEVE BY:

### ENCLOSURE "B"

#### RULES AND REGULATIONS GOVERNING THE BODY

- A) The Trustee of SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH  
For the purpose of the Companies and Allied Matters Act No. 1 of 1999, pj C shall be appointed at a General Meeting by two-third majority votes of members present.  
**not be less than 2 and not more than 10**
- B) Such Trustees (hereinafter referred as "The Trustees") shall be \_\_\_\_\_ in number and shall be known as THE REGISTERED TRUSTEES OF:
- C) The Trustees may hold office for life but shall cease to hold office if he:-  
(i). Resigns his office  
(ii). Ceases to be a member of registered Trustees of  
(iii). Becomes Insane  
(iv). Is officially declared bankrupt  
(v). Convicted of a criminal offence involving dishonesty by) C, a court or tribunal of competent jurisdiction.  
(vi). Is recommended for removal from office by
- Members present at any General Meeting of SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH  
Or  
(vii) Ceases to reside in Nigeria"
- D) Upon a vacancy occurring in the number of trustee General Meeting will be held to appoint Another eligible member of SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH
- E) The trustees shall have a common seal.
- F) Such common seal will be kept in the custody of the Secretary or whoever is desired, who shall produce it when required for use by the Trustees.
- G) All documents to be executed by the Trustees shall be signed by such number of them and sealed with the common seal
- H) An auditors (s) shall be appointed at the general meeting to audit the accounts of the of organization annually

N/B. THIS ENCLOSURE SHOULD BE INCORPORATE INTO THE CONSTITUTION OF THE OF THE ORGANIZATION

**ENCLOSURE "C"**

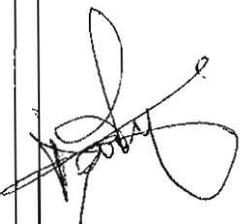
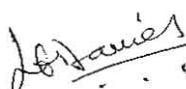
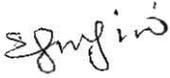
A STATEMENT AND SHORT DESCRIPTION OF THE LAND HELD OR ABOUT TO BE ACQUIRED BY THE BODY

We the trustees of SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH hereby undertake to acquire landed Property within two years of incorporation and furnish the with necessary evidence of acquisition.

It is also agreed that the Commission reserves the right to cancel certificate of incorporation if the above provision is not met within the stipulated time.

**E. ENCLOSURE "D"**

THE FULL NAME, PERMANENT ADDRESS AND OCCUPATION OF THE TRUSTEES

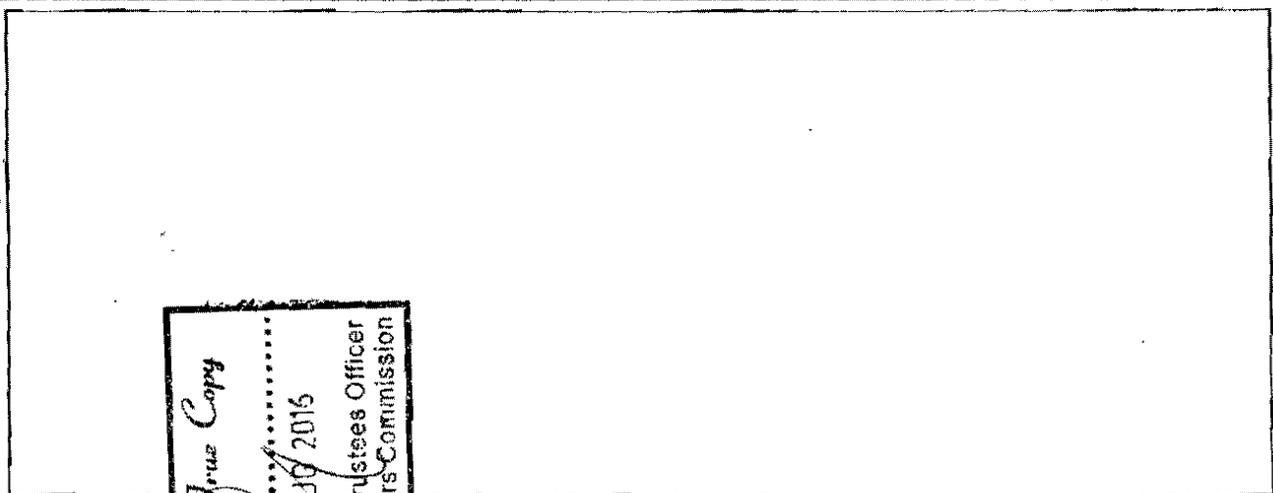
S/N	NAME ADDRESS	OCCUPATION	SIGNATURE	PASSPORT-SIZE PHOTOGRAPH
1	DAODU OLAYINKA HOUSE 62, 142 ROAD, GWARINPA ESTATE, ABUJA - FCT	ENGINEER		
2	OLALEKAN DAVIES PLOT 146, GBAZAN LAYOUT KUBWA ABUJA - FCT	CLERGY		
3	OLORUNFEMI OLUSEGUN NO 13, CATHERINA STREET, DUTSE ALHAJI, ABUJA FCT	DEVELOPMENT EXPERT		
4	OLORUNFEMI EUNICE NO 13, CATHERINA STREET, DUTSE ALHAJI, ABUJA- FCT	NURSING		

5	DOOSHIMA EGOPLJA PLOT G 347 CADASTRAL ZONE, DAWAKI EXTENSION ABUJA - FCT	DEVELOPMENT EXPERT		
6				
7				
8				
9				
10				

ENCLOSURE "E"  
AIMS AND OBJECTS OF THE APPLICANT BODY

THE INCORPORATED TRUSTEE OF SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH

ENCLOSURE "F"  
THE IMPRESSION OF THE COMMON SEAL



ENCLOSURE "G"  
THE RULES FOR THE USE AND CUSTODY OF THE COMMON SEAL

1. The Trustees/Trustees shall have Common Seal
2. Such common shall be in the custody of the SECRETARY

Who shall produce it when required for use by the Trustee/Trustees. All documents to be secured by the Trustee/Trustees shall be signed by him/each of them and sealed with the Common Seal.

ENCLOSURES "H"

- |     |   |                                     |                                     |
|-----|---|-------------------------------------|-------------------------------------|
| (a) | Copy of the Relevant Minutes of the Meeting whereat the Trustees were appointed   | Yes                                 | No                                  |
| (b) | Copy of the Relevant Minutes of the Meeting whereat the Special Clause Rules was adapted for Incorporation in to rules. | <input checked="" type="checkbox"/> | <input type="checkbox"/>            |
| (c) | Details of Current or past affiliation with any existing organization /association                                      | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |

APPENDIX "A"

SPECIAL CLAUSE

SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH

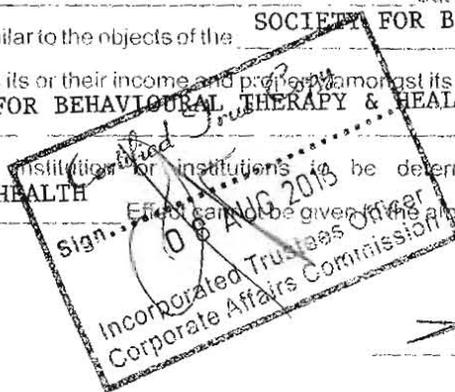
THE INCOME AND PROPERTY of the \_\_\_\_\_ whensoever derived shall be Applied solely towards the promotion of the objects of the SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH as set forth In this Rules and Regulations/Constitution: and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus, or otherwise however by way of profit, to the members of the SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH

2. PROVIDED that nothing herein shall prevent the payment, in good faith, or reasonable and proper remuneration to any Officer or servant of the SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH in return for any service actually rendered to The SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH but so that no member of the Council of Management or Governing Body shall be appointed to any salaries office of the SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH or any office of the SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH Paid by fees: and that no remuneration or other benefit in money or monies shall be given by the SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH to the member of such Councilor Governing Body except repayment of out-of-pocket expenses or reasonable and proper rent for premises demised or let to The SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH provided that the provision last aforesaid shall not apply to any payment of any Company to a member of the may be a Company in which Such member shall not hold more than one- hundredth part of the capital and such member shall not be bound to account for any share of profits he may receive in respect of any such payment

3. NO ADDITION, alteration, or amendment shall be made to or in the RULES AND REGULATIONS/CONSTITUTION for the time being in force, unless the same have been previously submitted to and approved by the Registrar-General

4. In the event of a winding up or dissolution of the SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH there remains, after the Satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be aid to and distributed among the members of the SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH but shall be given or transferred to

some other institution or institutions having objects similar to the objects of the SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH and the body or bodies are prohibited from distributing its or their income and profits amongst its or their members to an extent least as great as is imposed on the SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH under or by virtue of the SPECIAL CLAUSE hereof, such institution or institutions to be determined by the member of SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH



*[Handwritten Signature]*  
CHAIRMAN

*[Handwritten Signature]*  
SECRETARY

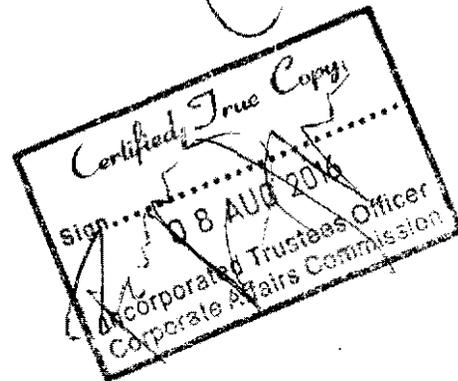
DATE 23/5/2016

DATE 23/5/2016

- N.B.
1. Please insert name of organization in blank spaces of App. A
  2. Encl. H(a) and (b) to indicate list of members in attendance at the general meeting, votes for and against Signed by Chairman and Secretary and must be on a letter headed paper
  3. Number of trustees should not exceed 10 person

**THE**  
**CONSTITUTION**

**OF**



**SOCIETY FOR BEHAVIOURAL  
THERAPY & HEALTH**

THE  
CONSTITUTION  
OF  
SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH

**PREAMBLE**

We, the members of **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** a non-profit and non-governmental organization have firmly and solemnly resolved to provide for ourselves a constitution and to be governed by the provisions therein contained.

**ARTICLE 1: NAME**

The organization shall be known, called and addressed as “**SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH**”, Hereinafter referred to as “**SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH**”

**SECTION 1: SEAL AND LOGO**

Society for Behavioral Therapy and Health shall have a logo identifiable with its mission

**SECTION 2: MOTTO**

Touching the lives, Empowering the people

**SECTION 3: REGISTERED OFFICE**

The headquarters of **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** and the registered office shall be situated in Abuja, Nigeria.

**SECTION 4: VISION**

**SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** envisions stable communities that can develop effective institutions to provide for their people, enabling them to overcome hardship and live peaceful and fulfilling lives.

**SECTION 5: MISSION**

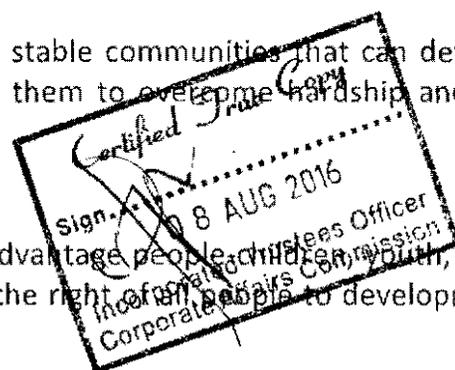
Our mission is to assist and support impoverished and disadvantaged people, children, men, woman and older person in a holistic manner by ensuring the right of all people to development, security and enhanced quality life.

We are motivated by the example of Jesus Christ to cherish, preserve and uphold the sacredness and dignity of all human life, foster charity and justice through His teaching as we act to promote human development by responding to major emergencies, fighting disease and poverty, and nurturing peaceful and just societies.

**SECTION 6: CORE VALUES**

We are one family that are committed to the pursuit of our vision and mission statement, while taking pride in our core value system. **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH**'s core values are guiding principles and tenets that describe how the organisation strives to operate:

- i. Passion for God
- ii. Faith
- iii. Love and solidarity
- iv. Dignity and respect
- v. Justice and equality
- vi. Cooperation and partnership
- vii. Accountability and stewardship



## SECTION 7: PROGRAMME AREAS

We will reach out in care and love to those who are poor and disadvantage, children, youth, men, woman, families and older person in various aspects of:

- i. Emergency Response and Recovery
- ii. Education
- iii. Health
- iv. Agriculture & Nutrition
- v. Water and Sanitation
- vi. Poverty Alleviation & Microfinance
- vii. Drug Prevention & Treatment
- viii. Social and Behavior Change Communication
- ix. Capacity Developments
- x. Research
- xi. Consultancy Services

## ARTICLE 2: AIMS & OBJECTIVES

The aims and objectives of the Organization are:

- a) The organization shall be non- denominational Christian Non-Government organization with the following aims and objectives:
- b) To facilitates the development of human capital and self-reliance within a caring and enabling socioeconomic environment. This will be done by rendering service, in a holistic approach, to children, youth, men, woman, families and older person in an holistic manner ensuring the right of all to development, security and enhancement of quality of life This we shall endeavor to achieve by:
- c) Promoting social justice, solidarity and compassion through timely emergency and recovery actions that address the needs of the most vulnerable.
- d) Supporting communities, local partners and governments in their efforts to ensure that all children including the most vulnerable and marginalized have the right to a quality education.
- e) Mobilizing resources to ensure that the poorest and most remote communities have access to safer water, sanitation and hygiene services.
- f) Running and working with organization groups in which young people will be encouraged to develop self-reliance by being provided with opportunity to build their own capacity and support network to act on their own choices and sense of responsibility. These groups shall be instructed in scriptural principle, health, nutrition, sexual education
- g) Running and working with organization in the outlying areas to empower woman to enhance their quality of life by enabling them through lesson in the scriptural principle, health nutrition, preventive medicine and general education for life therapy promoting and protecting the stability of marriage and family life
- h) Providing for the spiritual and material needs of the elderly and infirm.
- i) Demonstrating Christian love and values through evangelism, outreaches and Christian activities.
- j) Engaging civil society organization and the public and private sectors to foster inclusion, equity and accountability. Our programs will be conflict sensitive, aimed at minimizing potential harm and maximizing social benefits for all. They will be also gender sensitive, helping to reduce inequalities between women, boys and girls at the individual, household, community, national and international levels.
- k) Strengthen local organizations, support grassroots advocacy, and provide strategic guidance that leads to sustainable change.
- l) Partnering with international organizations, civil societies, Government Institutions and funders to design and implement strategies, policies, programs and systems that address nutrition emergencies and create sustainable change.

- m) Actively assisting poverty relief in the community by creating sustainable employment and encouraging self-employment through developing entrepreneurial skills.
- n) Raise the social consciousness and awareness of the general public through effective dissemination of information on civic, social, religious, political and economic rights.
- o) Ensuring maximum efficiency with respect to the accountability and administration of funds.
- p) Undertake other activities that may be necessary to attain the objectives of the organization

**ARTICLE 3: MEMBERSHIP**

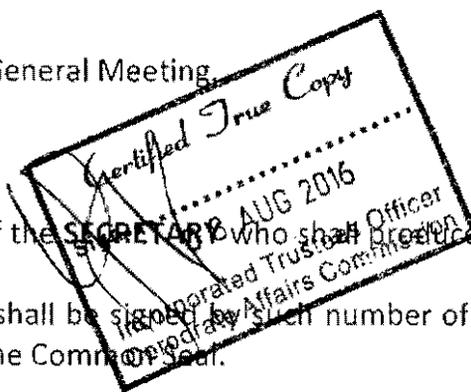
- i. Membership shall be open to all who subscribe to the ideals SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH and pay the prescribed dues irrespective of creed, tribe, gender or educational qualification; PROVIDED always that the Incorporated Board of Trustees shall make Bye laws, Rules and Regulations for the admission of members.
- ii. AND such other persons as may be appointed as honorary members.
- iii. A prospective member shall be required to accept in writing the aims and objects of the organisation
- iv. A register of the names and addresses of members shall be kept and maintained by the secretariat.
- v. The Management Committee shall be entitled to fix an annual membership fee and to vary same from time to time
- vi. Paid-up members shall be entitled:
  - a) To attend all the general meeting of Organisation and to vote thereat either in person or by proxy;
  - b) To inspect the books and records of the Organisation at all reasonable times
  - c) Generally to participate in all the activities of the Organisation.

**QUORUM**

It shall be 2/3 majority of the members present at the General Meeting.

**ARTICLE 4: THE COMMON SEAL**

- a. The Trustees shall have a common seal,
- b. Such common 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 as approved by this constitution, and sealed with the Common Seal.



**ARTICLE 5: GOVERNANCE & ADMINISTRATION.**

The Organisation shall function through:

- i. The General Assembly
- ii. Board of Trustees
- iii. Governing Council
- iv. Management Team

**1. General Assembly**

There shall be a General Assembly which shall be the highest decision making body whose decision on any matter shall be final.

- i. The General Assembly shall consist of the Board of Trustees, Registered members, Governing Council and Management. However, other staff members may attend and participate in deliberations but will not have voting rights at such meetings

- ii. Extraordinary AGM may be convened:
  - a. By the Board as and when it considers necessary
  - b. Notice of the time, date and place and business of such an Extraordinary General Meeting shall be dispatched to all members at least fourteen (14) working days prior to the date of such meeting and shall specify in writing the matters to be dealt with;
  - c. An Extraordinary General Meeting shall be competent only to deal with the particular business of which due notice has been given

## 2. FUNCTIONS OF THE GENERAL ASSEMBLY

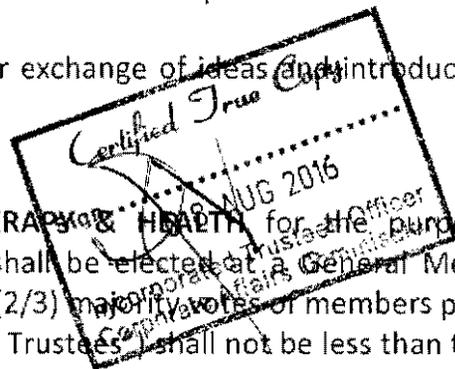
The General Assembly shall have the power to undertake the following functions:

- i. The General Assembly shall be the policy-making body of the Organisation.
- ii. Propagate the ideals and objectives of the organization
- iii. Pay dues as and at when due.
- iv. Participate in the implementation of the programs of the organization.
- v. Confirm, amend, repudiate or revoke any decisions of any other officer/office holders of the Organisation.
- vi. Take disciplinary measures against offending members including expulsion, suspension and readmission upon the recommendation of an Investigative Committee.
- vii. Shall approve amendments to the constitution.
- viii. Determine the amount for monthly dues / annual subscriptions,
- ix. It shall appoint external auditors to audit accounts of the organisation, and approve their accounts and remuneration.
- x. Shall elect members of the Board of Trustees
- xi. It shall receive and approve programs, budgets, annual activities and financial reports from the BOT.
- xii. It shall receive and approve annual reports of the Chairman of the Board of Trustees.
- xiii. Approve annual budget and annual audited accounts upon recommendation of the Board.
- xiv. The General Assembly shall be a forum for exchange of ideas and introduction of any new members.

## ARTICLE 6: BOARD OF TRUSTEES

The Trustees of SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH for the purpose of the Companies and Allied Matters Act NO. 1 of 1990 shall be elected at a General Meeting with responsibility of selecting the trustees with two-third (2/3) majority votes of members present.

- (a) Such Trustees (hereinafter referred to as, "The Trustees") shall not be less than **two (2)** and not more than **ten (10)** in number.
- (b) A Trustee may hold office for life but shall cease to hold office if he/she:
  - (1) Resigns his or her Office
  - (2) Ceases to be a member of the registered FOUNDATION.
  - (3) Becomes Insane,
  - (4) Is officially declared bankrupt
  - (5) Is convicted of a criminal offence involving dishonesty by a Court of competent jurisdiction.
  - (6) Is recommended for removal from office by a board of Governors and Trustees by a majority vote of members present at any General Meeting of the body.
  - (7) Ceases to reside in Nigeria.
- (c) Upon a vacancy occurring in the number of Trustees a General Meeting will be held to appoint another eligible member of the **FOUNDATION**.



## ARTICLE 7: GOVERNING COUNCIL

- i. The Governing Council shall consist of at least seven (7) and at most nine (9) persons including the Chair, Vice Chair and the Executive Director.
- ii. The Governing Council is vested with the responsibility for the governance of the organisation and shall exercise the powers and functions assigned to it by this Constitution, by the Regulations made under this Constitution, or by resolution of the Assembly.
- iii. Without prejudice to the generality of the foregoing, the Governing Council shall exercise the following powers and functions:
  - (a) Oversight of compliance with and progress against the organization's strategies, policies and standards.
  - (b) Execution of strategies, policies and standards within the strategic framework approved by the Assembly.
  - (c) Execution of plans and budgets within the resource allocation framework and long term financial plan approved by the Assembly.
  - (d) Supervision of preparation of the organisation's reports which will include audit reports.
  - (e) Recommendation of the strategy to the Assembly for approval.
  - (f) Appointment, performance review and termination of appointment of the Executive Director.
  - (g) Approval of the Governing Council Committees' terms of reference and the appointment, renewal and dismissal of their members
  - (h) Presentation of annual report to the Assembly for approval.
  - (i) Oversight of the Organisation's risk assessment and management.
  - (j) Management of grievances and complaints against the Executive Director and members.
  - (k) Monitoring and management of Members' compliance with the Constitution and other Regulations.

## ARTICLE 8: MANAGEMENT COMMITTEE

Executive Director is the head of Management and responsible for overall programme coordination, resource mobilization, advocacy/policy influencing and external engagements. The Executive Director facilitates GA meetings and provides technical support for Governing Council and Board of Trustees over sight functions. As the chief of operating officer the executive director shall perform the following functions:

Executive functions:

- i. Represent SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH's programme management, resource mobilization and policy influencing to government and development partners.
- ii. Serve as secretary to Governing Council and Board of Trustee meetings.
- iii. Formulate overall programme policies and ensure adherence to organization processes and procedures.
- iv. Provide regular update on national office programme management to Governing Council
- v. Facilitate resources mobilization/funding raising activities for the sustenance of SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH's programme activities.

Stamp:   
Society for Behavioural Therapy & Health  
Trustees Office  
Corporate Affairs Commission  
Date: 8 AUG 2016  
Signature: [Handwritten Signature]

## PROJECT MANAGEMENT:

- i. Effectively communicate project implementation plans and expectations to team members and partners in a timely and clear manner.
- ii. Lead the preparation of timely project reports and ensure data quality.
- iii. Provide oversight on finance and M&E plans. Coordinate mentoring support and capacity building effort to member organizations as well as to team members.

- iv. Identify potential partners for upcoming projects and participate in identifying potential funding opportunities for the organization
- v. Support the review, validation and upgrading of progress reports, including financial reports, submitted by partners implementing existing projects for dissemination within **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** network and submission to donors.

**COORDINATION AND PLANNING:**

- i. Coordinate the development of **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** Strategic Plan and support the development of the Annual Program Plan
- ii. Support programming, finance and admin team to ensure timely preparation of annual plans for partners

**EXTERNAL RELATIONS:**

- i. Develop and maintain effective working relations at the appropriate levels of governments departments, particularly with NASCP, NACA, NGOs and UN agencies, partners implementing health interventions and other structures of the civil society.
- ii. Make linkages with other organizations to identify opportunities for collaboration on programme areas and related sectors.

**PROGRAM QUALITY AND ADHERENCE TO STANDARD PROCEDURES:**

- i. Ensure adherence to **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** program quality standards.

**ARTICLE 9: STANDING COMMITTEES**

- i. There shall be Standing Committees that will assist the Board of Trustees/Governing Council in performance of its functions and other duties.
- ii. The Governing Council shall appoint members of the standing committees from among its members.
- iii. The committees shall meet at least on quarterly basis and at other arranged times as the situation may demand in furtherance of the objectives of the **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH**.
- iv. Each committee shall be made up of not more than five (5) members.
- v. Members of the committees shall hold office for four (4) years and shall be eligible for reappointment for not more than 2 consecutive term(s).

**ARTICLE 10: VARIOUS COMMITTEES OF SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH**

- i. The Standing Committees shall comprise the following and shall be chaired by a Governing Council member, who has some expertise in that area, nominated by the Governing Council.
  - a. Programmes, Advocacy and Research Committee
  - b. Finance and Resource Mobilization Committee
  - c. Ethics, Governance and Networking Committee
- ii. There may be Ad-hoc committees formed by the General Assembly or the Board for special purposes. The composition and functions of such committees shall be defined. Such committees shall be dissolved when their mandates are concluded.

**ARTICLE 11: CO-OPTION**

- i. In consultation with the Board, the committees may co-opt other members/staff to serve on the committees for specific purposes when dealing with specific issues. Membership of co-opted members ends after the specific issues have been dealt with.

Certified True Copy  
 08 AUG 2014  
 Incorporated Trustees Officer  
 Companies Commission

## Article 12: Functions of the Committees

The Programmes, Advocacy and Research Committee. This Committee shall:

- i. Support the Secretariat to adequately plan evidence-based advocacy activities.
- ii. Assess and advise on national and international environment including changes and developments in Government and funding agencies/development partners' policies and programmes which may affect the organisation.
- iii. Quarterly monitor and evaluate the implementation of **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** public image including enhancing plans and make appropriate recommendations to the Management.
- iv. Ensure timely submission of quality technical reports to donor
- v. Perform any other assignment as may be referred to it by the Board.
- vi. Shall, on behalf of the Board, submit final annual activities and budget report to the Annual General Assembly for approval and adoption.
- vii. The Executive Director shall serve as secretary to the Committee

## ARTICLE 13: FINANCE AND RESOURCE MOBILIZATION COMMITTEE

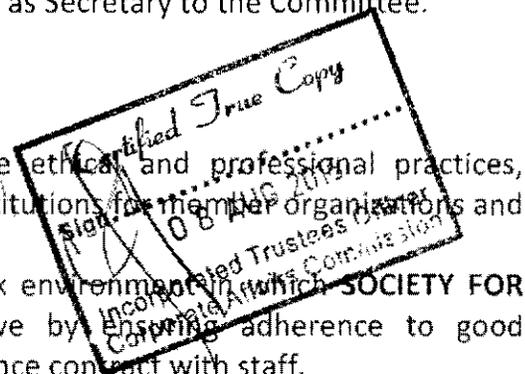
The Finance and Resource Mobilization Committee:

- i. Shall assist in instituting prudent financial management systems in the organisation at all levels.
- ii. Shall advice the BOT/ Governing Council and Management in all matters relating to finance and budgeting
- iii. Shall provide internal audit functions of activities to ensure that internal control systems are adhered to and recommend corrective measures to the Governing Council and Management.
- iv. Shall be responsible for resource mobilization to finance the **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** budget including grants, donations etc
- v. Ensure timely submission of quality financial reports to donors
- vi. The chairman of the Finance and Resource Mobilization Committee shall have expertise in the area of Finance
- vii. The Finance and Administrative Officer shall serve as Secretary to the Committee.

## Article 15: Ethics, Governance and Networking Committee

The Governance, Ethics and Networking Committee shall:

- i. Support the Governing Council to oversee the ethical and professional practices, prescribed by relevant government of Nigeria institutions for member organisations and ensure their compliance.
- ii. Support the Governing Council to create a work environment in which **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** can thrive by ensuring adherence to good management practices such as tracking performance contract with staff.
- iii. Have the mandate to interpret the Constitution and Code of Ethics and recommend to the Governing Council Management appropriate sanctions, in cases of default.
- iv. In consultation with the Governing Council, develop for implementation a standard mechanism that shall ensure the institution of a governance structure by all members
- v. Promote networking information and lesson sharing among members of similar interest.
- vi. Shall prescribe appropriate sanctions against defaulters' payment of dues, misappropriation and embezzlement of funds.
- vii. Serve as arbitrators in the event of conflict between members/staff.
- viii. The Executive Director shall serve as secretary to the Committee



## ARTICLE 16: FINANCE, ACCOUNTS AND AUDIT

### SOURCE OF FINANCE

Funds of the Coalition shall accrue from:

- i. Membership registration fees
- ii. Dues and subscriptions from member organizations
- iii. Grants and subventions
- iv. Proceeds from fundraising activities.
- v. Sales and disposal of assets
- vi. Training and consultancy services
- vii. Sale of constitution to members
- viii. Gifts and donations to the Coalition from member organizations or well-wishers. The **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** shall not accept donations directly from revenues originating from illegitimate source that run contrary to its fundamental principles and violation to the law of the land
- ix. Any other sources or activities approved by the organisation

### ARTICLE 17: BANKING

The organisation shall operate bank accounts (the Naira account and the foreign accounts) with any bank as shall be determined by the BOT/ Governing Council.

### ARTICLE 18: SIGNATORIES TO THE ACCOUNT

- i. The organization shall maintain accounts (the Naira account and the foreign accounts) in its name, on its behalf and benefit in any bank as may be appointed by the Executive Board of Trustees.
- ii. There shall be at each point in time three principal signatories to the above said account(s) namely:
  - a. The Executive Director
  - b. Finance Manager
  - c. Administrative Manager

All Cheques and mandates thereto shall be signed by the Executive Director and either the Finance Manager and Administrative Manager.

### ARTICLE 19: DISBURSEMENT AND APPLICATION OF FUNDS

Funds of the **Organization** shall be disbursed at appropriate time and applied prudently and in the context of value for money towards the realization of the aims and objectives of the **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH**.

### ARTICLE 20: KEEPING OF ACCOUNT

- i. The account shall be audited by an Auditor or Auditors appointed by the General House, from time to time. The Auditor shall scrutinize the account of the **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** when it is required. The **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** may open and operate any type of account in any Bank of their choice.
- ii. All reports by the Treasurer and Financial Secretary of the **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** to the General Meeting must include Auditor's report on the Management of the accounts of the **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** for the relevant period."
- iii. The **SOCIETY FOR BEHAVIOURAL THERAPY & HEALTH** shall ensure the accurate keeping of record of all income and expenditure.

