

REPUBLIC OF CAMEROON
PEACE-WORK-FATHERLAND

REPUBLIQUE DU CAMEROUN
PAIX-TRAVAIL-PATRIE



CONSTITUTION

OF

CHILD/WOMEN WELFARE FOUNDATION (CWWF) CAMEROON

THE PRESIDENT (CEO)
CHILD/WOMEN WELFARE FOUNDATION
KUMBA, MEME DIVISION
SOUTH WEST REGION
REPUBLIC OF CAMEREROON
07/04/2022

THE SENIOR DIVISIONAL OFFICER
MEME DIVISION, KUMBA.
SOUTH WEST REGION
CAMEROON

Subject: A Request to Revised Section of the Constitution and Restructuring of the Board of an Association "CHILD/WOMEN WELFARE FOUNDATION" (CWWF) Cameroon.

Sir, I wish to request into your office the legalization of the revised section of the constitution and the restructuring of the board of our organization known as Child/Women Welfare Foundation hereafter referred to as (CWWF) Cameroon.

This will position C.W.W.F to network and enter in to partnership with other entities and be able to effectively carry out its mandate as a Community Based Organization (CBO) here in Cameroon.

Sir, Child/Women Welfare Foundation Cameroon is created as a non-partisan and non-religious organization. The purpose of creating this organization is to empower women and girls, less fortunate, underprivileged, orphans and vulnerable children in our society, and the disruption of lives and livelihood in communities here in Cameroon and also to bring development in communities.


The organization pledges to abide by the laws that govern associations and non-governmental organizations in Cameroon.

The following Articles and Sections of the constitution have been revised and the revised versions entered herein.

We will be grateful if our request to Revised Section of the Constitution and Restructuring of the Board of an Association called Child/Women Welfare Foundation Cameroon will be accepted, as it will help us function smoothly and responsibly.

Thank you in anticipation for your kind consideration.

Yours humbly



President / CEO
For the Board



PREAMBLE

We the members of Child/Women Welfare Foundation hereafter referred to as (CWWF Cameroon) is a nonpartisan, nonreligious and non-profit association.

OUR PURPOSE;

Our purpose is, to promote community development, peace building, improve education, healthcare, agriculture, economic empowerment and the social well-being of the most vulnerable and the less privileged. We look towards rescuing as many women and girls as possible from poverty into financial prosperity. We intend to educate them about their legal rights, providing support by reporting offences and to make sure that perpetrators are brought to justice, and to be sure that children are safe, healthy and are protected at homes, schools and in communities. We also intend to care for the well-being of the elderly people and people with disabilities who are also vulnerable and marginalized in the society. These activities will involve strong participation from local community members, with guidance and valuable assistance from CWWF Cameroon and its volunteers.

OUR PROMISE;

We the members of these association, owes to this constitution our humble respect declaring that as members without discrimination to race, sex, disability, color, language or religious background, promise to work with like-minded associations, NGOs, foreign representatives/Institutions and the Cameroon government.

We agree to work based on the Beijing platform established by the United Nations in 1995 focused on ending violence against women and children.

We therefore commit ourselves to achieve our objectives through our activities and the implementation of our policies. We accept to work with respect to the laws that govern the functioning of associations and non-governmental organizations in Cameroon.

All members of the association shall have equal rights and obligations. The Founder (Chief Executive Officer (CEO) of the association shall ensure protection and preservation of all members' rights and shall ensure the rights of every member to a fair judgment or hearing before any lawful act.

It shall however remain established that all activities of this association and the work shall be in accordance with the constitution and as such it shall remain the legislative and judicial arm of the association.

The privacy of the association shall however remain inviolate. No interference shall be allowed except by virtue of decision emanating from the founder of the association.

We therefore call on all the members to pledge their loyalty and respect to this arm. This shall be the only document to control all the affairs of the association both internally and externally.

ARTICLE 1.NAME, STATUS, HEAD OFFICE & AREA OF OPERATION

Section 1: Name.

1.1.1 The name of the association shall be called, Child/Women Welfare Foundation hereafter referred to as (CWWF Cameroon). Created by the members under the provision of Law No.90/053 of 19 December 1990 and Law No 99/014 of 22nd December 1999 that governs the functioning of association's and non-governmental organizations in Cameroon.

Section 2: Status.

1.2.1 The association shall be registered as a Community-Based Organization C.B.O, a nonprofit organization.

1.2.2 The association shall be a body corporate with its own legal identity which is separated from its individual members.

1.2.3 The association will continue to exist even if the members change.

1.2.4 The association may own properties, enter into contracts, do business to be sued in its own name.

Section 3: Head Office.

The head office of the association shall be located in Kumba, Meme Division, South West Region, Cameroon. Upon resolution by the founder,(CEO) or executive committee, it can transfer its head office to any other place in Cameroon as well as create branch offices nationwide and international.

Section 4: Area of Operation.

The association activities would cover the whole of Cameroon and worldwide. It would also collaborate with other international organizations/Institutions and the association branches in other countries for the implementation of its activities and the achievement of its goals.

ARTICLE 2: VISION, MISSION & MOTTO

SECTION 1: Our Vision.

We envision communities / societies where women and children are valued and treated with respect and dignity, poverty eradicated as families are economically empowered and transformation of the poor health status among rural women and adolescent girls' population.

SECTION 2: Our Mission.

To promote and enforce the rights of women and children, address the needs of the less fortunate and underprivileged, improve the health status of women and adolescent girls and empower women and their families economically through promotion of sustainable farming.

SECTION 3: Our Motto.

Empowering communities, ending poverty:- this would be our guiding principle as we engage with and implement projects in communities.

ARTICLE 3: OUR OBJECTIVES

- 3.1. To support the economic empowerment of women and girls through the promotion of sustainable farming and making micro - credits accessible.
- 3.2. To promote the protection of women and children and provide for the well – being of needy children, women, elderly and the disabled.
- 3.3. To improve health among women and girls through Community Health Education programmes.
- 3.4. To foster community development through the establishment of facilities for vocational and health - related training for women and youths and provision of safe water, sanitation and hygiene facilities

ARTICLE 4: MEMBERSHIP

- 4.1. Membership shall be open to Cameroonians and foreigners 18 years and above and organizations / institutions with poverty reduction / eradication and community development agendas. There must be a pledge of willingness to support the purpose, vision and mission of the Association.
- 4.2. Membership is gained upon the full payment of a non - refundable registration fee to the Association's Financial Secretary.

4.3. Bona fide members shall pay annual subscription fees to the Association in full during the first month of each year, or in tranches by half of the year.

4.4. Individual membership fee shall be 2000 FRS. Institution / Organization membership (Associate Membership) fee shall be 5000 FRS.

4.5. Annual subscription fee for individual member shall be 5000 FRS. Annual subscription fee for Associate member shall be 10 000 FRS.

ARTICLE 5: CATEGORIES OF MEMBERSHIP

5.1. INDIVIDUAL MEMBERSHIP.

Individual membership is open to all persons who meet the eligibility criteria as laid out in Article 4.1 of this constitution.

5.2. ASSOCIATE MEMBERSHIP.

The classification of Associate Member shall apply to Non-Profit Organization / Institution that is active in community development and poverty reduction / eradication and meet membership eligibility criteria as laid out in ARTICLE 4.1 of this constitution.

5.3. HONORARY MEMBERSHIP.

Individual who is not a full fledge member but contribute by sharing his / her expertise periodically to advance the Association's vision and mission shall be classified an Honorary Member. He / She shall not be required to pay fees and has no voting rights. The status of Honorary Member shall be conferred on such individual at the discretion of the Board of Management of the Association.

ARTICLE 6: RIGHTS AND DUTIES OF MEMBERS

SECTION 1: FULL MEMBERSHIP.

6.1.1. Attend general meetings and participate fully, and make recommendations where possible for the advancement of the Association.

6.1.2. Make arrangements with the Secretary for the perusal of the financial account of the Association.

6.1.3. Eligible to vie for electable positions on the Association's Board of Management.

6.1.4. Each 'full-fledged' individual member has one vote.

6.1.5. Attend all training programs, seminars and events organized by the Association.

6.1.6. Shall carry out other duties as assigned by President / C.E.O and or Board of Management.

SECTION 2: ASSOCIATE MEMBERS.

6.2.1. Shall be required to pay Associate Membership fee and subscription as stated in Article 4.5 of this constitution.

6.2.2. Shall attend general meetings

6.2.3. Associate members have no voting rights; otherwise full participation shall be required from organizations, representatives and where possible make recommendations for the advancement of the Association.

6.2.4. Associate members' representatives shall have access to the financial account of the Association for perusal.

6.2.5. Shall enjoy the benefits associated with networking and partnership.

6.2.6. Each associate member shall act as an ambassador of the Association.

SECTION 3: HONORARY MEMBERS

6.3.1. Shall attend general meetings of the Association.

6.3.2. Exempt from paying registration fees and subscriptions.

6.3.3. Shall provide technical advice and consultative support to the Association.

6.3.4. Honorary members have no voting rights; otherwise full participation shall be required and where possible recommendations be made for the advancement of the association.

6.3.5. Each honorary member shall act as an ambassador of the Association.

ARTICLE 7: SUSPENSION, TERMINATION & REGAINING OF MEMBERSHIP.

SECTION 1: SUSPENSION OF MEMBER

7.1.1. The Executive Committee / Board of Management shall have the powers to suspend any member of the Association if such member acts or conducts him/herself in a manner deemed detrimental to the interest of the Association.

7.1.2. The duration of such suspension shall be at the discretion of the Executive Committee / Board of Management.

7.1.3. The suspended member shall have the right to appeal the suspension at a general membership / assembly meeting. The suspended member shall write the Secretary of the Association within a week of the day of suspension indicating his / her intention to appeal the decision of the Board of Management. If a meeting of the general membership / assembly

is not due shortly then an extraordinary meeting of the general membership / assembly shall be convened to address that matter.

7.1.4. In event the period of suspension of the suspended member is shorter than a week or the suspension period does not allow for the appeal procedure to be effected, the affected member shall have the right to appeal that suspension at the next meeting of the general membership / assembly by writing to the Secretary of the Association indicating such intention. Should the matter be heard before the general assembly / membership and the decision of the Board overturned, then that suspension shall be null and not recorded against the name of the member.

7.1.5. The general assembly shall have the powers to reinstate, extend suspension or expel such a person as referenced in

SECTION 7.1.5.

7.1.6. Relative to the operations of the Association, should dispute(s) arise involving membership; there shall be no recourse to the court of law.

SECTION 2: TERMINATION OF MEMBERSHIP

Membership shall be terminated by way of:

7.2.1. Member voluntary resignation.

7.2.2. Member becomes mentally incapacitated; permanent insanity.

7.2.3. Death of member.

7.2.4. Member expelled for misappropriation of the Association's funds.

7.2.5. Failure of member to pay any subscription fee during the course of the calendar year.

7.2.6. Member absent his / herself for three consecutive general membership / assembly meetings.

7.2.7. Member violates the rules and regulations of the Association, or disregards the rules of the Association, involved in tarnishing the reputation and image of the Association and indulges in anti - association activities.

7.2.8. Any member shall face termination of membership for misdeeds but the right to be heard before final decision is taken by the Executive Committee / Board of Management may be exercised by the affected member.



SECTION 3: REGAINING / RESORATION OF MEMBERSHIP

7.3.1 Regaining / restoration of membership of expelled members rests with the Executive Committee / Board of Management of the Association in case of misdeeds carried out by expelled person deemed detrimental to the Association.

7.3.2. Person whose membership was terminated because of failure to pay subscription fee shall be required to clear off his / her indebtedness to the Association.

7.3.3. Where termination of membership was as a result of rules breach and tarnishing of the Association's reputation and image, a letter of apology and reapplication as a new member shall be allowed after six months from date of termination.

ARTICLE 8: ORGANS OF THE ASSOCIATION

8.1. The General Assembly / Membership.

8.2. The Executive Committee / Board of Management.

8.3. The Oversight Committee as appointed by the General Assembly / Membership.

8.4. Patrons and Patronesses as appointed by the Executive Committee / Board of Management.

8.5. The General Assembly / Membership shall be the overall governing body of the Association.

ARTICLE 9: APPOINTMENT OF OFFICERS TO EXECUTIVE COMMITTEE / BOARD OF MANAGEMENT

9.1.1. All officers, except the founder and President / CEO, shall be elected every three years at a General Meeting of the Association's membership, and at such meeting the said officers shall be elected by a majority of the members present and entitled to vote. On the failure of election those last appointed shall continue in office until election is undertaken.

9.1.2. No candidate shall be submitted for election except his proposer are both financial members of the Association.

9.1.3. The officers appointed at the Annual General Meeting for the Executive Committee / Board of Management shall consist of: a President / CEO (non - elected) a Vice - President, a Secretary, a Treasurer, an Assistant Secretary, a Financial Secretary, a Community Development Officer and a Legal Advisor.

9.1.4. All officers shall be over 21 years of age. A member who is nine months or more in arrears with his / her subscriptions shall not be nominated for office. Office holders shall be persons who shall not be in arrears with their subscriptions.

9.1.5. In the event of an officer's death, resignation, removal from office or become unfit or incapable to function, the Executive Committee / Board of Management may at any time appoint a person to temporarily fill the vacancy until the next Annual General Meeting.

9.1.6. No officer or servant of the Association shall at any time hold "more than one office."

9.1.7. No person who is bankrupt or who has compounded with his creditors or who has made arrangements or composition with his creditors under the insolvency act, or any other act, shall be appointed, or if appointed shall act as Vice President, Secretary, Treasurer, Financial Secretary or Assistant Secretary of the Association.

9.1.8. A person shall be disqualified from being an officer of the Association if within the previous ten (10) years he / she has been convicted of any offence involving dishonesty.

ARTICLE 10: EXECUTIVE AND OVERSIGHT COMMITTEES & PATRON - DUTIES AND RESPONSIBILITIES

SECTION 1: EXECUTIVE COMMITTEE / BOARD OF MANAGEMENT

The Executive Committee / Board of Management of the Association shall comprise the following:

10.1.1. President / Chief Executive Officer

10.1.2. Vice - President

10.1.3. Secretary

10.1.4. Treasurer

10.1.5. Financial Secretary

10.1.6. Assistant Secretary

10.1.7. Community Development Officer

10.1.8. Legal Advisor



SECTION 2: ROLES / DUTIES OF EXECUTIVE COMMITTEE / BOARD OF MANAGEMENT

10.2.1. The Executive Committee / Board of Management shall manage the day to day functioning of the Association by carrying out the following tasks: (a) promote decision making (b) implement and execute decisions and policies passed by the general assembly / membership (c) report on the Committee's actions and progress of the Association (d) make suggestions and give advice to Association members (e) delegate tasks in order to encourage participation (f) contact resource persons, groups and institutions for partnership and networking (g) represent the Association (h) organize training for target groups and members of the Association (i) conduct fundraisers and seek donors to fund community projects (j) carry out work in keeping with the objectives of the Association.

10.2.2. The Executive Committee / Board of Management shall have ultimate responsibility for directing the activity of the Association, ensuring it is well run and delivering the outcomes for which it has been set up.

10.2.3. The Executive Committee / Board of Management shall ensure that everything the Association does supports its vision, purpose and aims. They shall establish the fundamental values, the ethical principles and strategic direction in which the Association operates.

10.2.4. The Executive Committee / Board of Management shall mobilize and manage the Association's funds / finances, be accountable to the membership of the Association and other key stakeholders such as funders and donors, as well as clients. It shall ensure that all money, property and resources are properly used, recorded and accounted for. In order to be accountable, suitable systems shall be put in place.

10.2.5. The Executive Committee / Board of Management shall ensure compliance with all relevant legal and regulatory requirements and seek guidance around any uncertainties. Everything the Executive Committee and the Association does shall be in line with its governing document, i.e. the constitution of Association.

10.2.6. The Executive Committee / Board of Management shall ensure that appropriate policies and procedures are in place for employed staff and enlisted volunteers, and that they be properly managed and supported. It shall temporarily fill vacancies that may arise within the Executive Committee itself until election is conducted.

10.2.7. The Executive Committee / Board of Management shall ensure that volunteers are effectively recruited, trained and managed.

10.2.8. The Executive Committee / Board of Management shall monitor and evaluate all activities and areas of the Association's performance to ensure they are in keeping with its founding principles, objects and values.

10.2.9. The Executive Committee / Board of Management shall have the authority to establish sub-committees for the purpose of carrying out specific functions and temporary fill vacancies that may arise within the Executive Committee itself until election is conducted. It shall have the power to suspend and terminate members for misconducts / misdeeds pending approval or otherwise of the general assembly as provided for in Article 7 of this constitution.

10.2.10. The Executive Committee / Board of Management shall meet monthly or as frequent as it may agree as the situation demands. The President or in his absence the Vice - President, shall preside. Half of the total number of Committee / Board members shall form a quorum and shall have full power to superintend and conduct the business of the Association according to the Rules stated herein, and shall in all things act for and in the name of the Association. Questions / Resolutions shall be decided by a majority of votes, and if the votes are equal then the President shall have a casting in addition to his vote as a member.

SECTION 3: ROLES / DUTIES OF BOARD MEMBERS

PRESIDENT / CEO:

10.2.1. Shall preside over all Executive Committee and general assembly / membership meetings of the Association. The President / CEO shall convene emergency meetings whenever such is deemed necessary.

10.2.2. Shall be the overall Administrative Head of the Association, delegating work and assignments.

10.2.3. Shall encourage participation of the entire membership of the Association in discussions, decision making and work, and ensure the Secretary and Treasurer carry out their duties.

10.2.4. Shall ensure rules of the Association are followed and members pay their contributions as agreed.

10.2.5. Shall coordinate all the activities of the Executive Committee / Board of Management and maintain harmony in the Association.

10.2.6. Shall be the principal signatory to the Association's Bank Account and the one to approve all payments of bill, vouchers and all other outstanding payments at the Secretariat.

10.2.7. Shall oversee and ensure the good and responsible use and maintenance of the Association's properties.

10.2.8. Shall represent the Association at meetings, with partner agencies and stakeholders, aimed at promoting the Mission and Vision of the Association.

10.2.9. Have a casting vote, and shall use such in situations where voting is required and votes for or against are equal.

10.2.10. Shall directly line - manage employed officers and volunteers who will help in the implementation and day to day running of project / program activities of the Association.

10.2.11. Shall present for approval by the Board all deeds, contracts and documents that generally engage the responsibility of the Association.

10.2.12. Shall keep a complete and updated record of the Association's affair.

VICE - PRESIDENT:

10.3.1. Shall assist the President in conducting the business of the Association

10.3.2. Shall preside over meetings in the absence of the President.

10.3.3. Shall function as President in the temporary absence of the official President.

10.3.4. Shall be the Officer who will be the leader in Project(s) and related matters for the Association; shall function as the Association's Project Coordinator.

10.3.5. Shall initiate and set goals for Programs according to the strategic objectives of the Association, including the development of strategic initiatives and long term goals.

10.3.6. Shall develop annual budget, operational plan, program evaluation framework to analyze strength and weaknesses, and grant proposals.

10.3.7. Shall ensure that programs and activities of the Association are in line with its policies as well as the country's legislation.

10.3.8. Shall provide direction, make inputs and give feedbacks to project staff and membership of the Association in general, and orient and train those who will be directly involved in project implementation, monitoring and evaluation.

10.3.9. Shall be the team leader for project initiation, planning, implementation, monitoring, evaluation and report writing.

10.3.10. Shall work closely with President / CEO on projects initiation, planning and implementation with the project proposals being co-signed by the President / CEO if required.

10.3.11. Shall lead in fundraising efforts overseas to garner funds for the Association's programs.

10.3.12. Shall periodically function as the Association's Public Relations Officer when the need arise.

SECRETARY:

10.4.1. Shall summon meetings of the Association, write agenda, minutes and keep record of attendance and read aloud the minutes at meetings.

10.4.2. Shall maintain all the Association's record and deal with correspondence to and from the Association by recording, processing, distribution, classification, monitoring and treating confidentially.

10.4.3. Shall be responsible for the smooth running of the Association's Secretariat working in close collaboration with the President / CEO to meet the Association objectives.

10.4.4. Shall keep track of the date new members register and note same in minute's book.

10.4.5. Shall preside over meetings in absence of both President and Vice - President

10.4.6. Shall implement human resource policies and procedures in consultation with the Vice - President and ensure that the Association files are maintained and kept confidential.

10.4.7. Shall codify the internal procedures that govern the Secretariat to allow for efficiency and smooth running at all levels.

10.4.8. Shall organize tasks and movements of the President / CEO and represent the Association in all domains and levels as deemed fitting by the President / CEO.

10.4.9. Shall periodically function as the Association's Public Relations Officer when the need arise.

10.4.10. Shall assume some duties of the Financial Secretary in his/her absence.

10.4.11. Shall be the custodian of a seal in the form of a rubber stamp with the name of the Association embossed thereon. The seal shall at all times be in the possession of the Secretary at the Secretariat.

10.4.12. Shall prepare all statutory information / documents in accordance with the general provisions.

TREASURER:

10.5.1. Shall count the money received by the Association in the presence of other members.

10.5.2. Shall safeguard and manage the use of the Association's fund.

10.5.3. Shall report to members on receipt (income) and expenditure and the balance available in cash or at the bank.

10.5.4. Shall be one of three signatories to the Association's Bank Account(s).

10.5.5. Shall sign for monies received from the Association, record and deposit same into the Association's Bank Account within 48 hours of receipt.

10.5.6. As the head of the financial department, she shall seek information on the expenses incurred by officers during project activities of the Association and within seven days present same to the President / CEO.

10.5.7. Shall combine with the Financial Secretary to produce half yearly and yearly Financial Reports on all activities carried out by the Association.

10.5.8. Shall team up with the Financial Secretary, Secretary, Vice-President and President to ensure all annual financial records of the Association are complete and in folder(s) for annual audit by Auditors.

10.5.9. Shall team up with the Assistant Secretary, Financial Secretary and CDO to spearhead the Association's local fundraising efforts and activities.

FINANCIAL SECRETARY:

10.6.1. Shall be the financial recorder and custodian of the records of financial activities for the Association.

10.6.2. Shall be one of three signatories to the Association's Bank Account(s).

10.6.3. Shall be responsible for collecting the Association's debt and make payments of all funds collected to the treasurer within two days of collection and keep records and receipts.

10.6.4. Shall assume some of the functions of the treasurer in her absence.

10.6.5. Shall together with the Association's Secretary inform the general assembly / membership on all newly registered persons and their admission to the membership of the Association.

10.6.7. Shall be the custodian of all the financial / accounting ledger(s), cash book, register, receipt book, journals etc. of the Association.

10.6.8. Shall team up with the Treasurer to prepare and present to the general assembly / membership updated financial report at quarterly meetings.

10.6.9. Shall team up with the Treasurer, Assistant Secretary and CDO to spearhead the Association's local fundraising efforts and activities.

ASSISTANT SECRETARY:

10.7.1 Shall assist the Secretary in her duties.

10.7.2. Shall function as Secretary in her absence.

10.7.3. Shall team up with the Community Development Officer (CDO) in working on building-meaningful relationship with communities through community heads and groups.

10.7.3. Shall team up with the (CDO) of the Association and engage targeted communities for intervention (project).

10.7.4. Shall gather data at the community level for the Vice - President of the Association use in developing project proposals.

10.7.5 Shall work along with women community leaders, committee members to mobilize community populace for meetings and other activities.

10.7.6. Shall team up with President, Vice - President and CDO to initiate, plan, implement, monitor and evaluate projects in communities in Cameroon.

10.7.7. Shall team up with the Treasurer, Financial Secretary and CDO to spearhead the Association's local fundraising efforts and activities.

10.7.8. Shall undertake all other duties relative to community engagement / relations assigned by the Executive Committee / Board of Management.

COMMUNITY DEVELOPMENT OFFICER (CDO):

10.8.1. Shall develop and maintain effective communication links with residents of communities targeted by the Association.

10.8.2. Shall work within the framework of management to identify community leaders who seek support and involvement of others in developing their neighborhoods / communities.

10.8.3. Shall seek to involve communities in seeking solutions to the problems they face in partnership with the Association.

10.8.4. Shall be part of the Association's team that will develop and implement initiatives to empower local communities and groups.

10.8.5. Shall work as a trainer and resource person in the trainings organized by the Association for the communities.

10.8.6. Shall be responsible to facilitate / lead the project team on the ground / in communities to ensure efficient implementation of projects are achieved.

10.8.7. Shall work in partnership with the local communities to support families and facilitate local participation and access to facilities and services that emerged through the Association implemented projects.

10.8.8. Shall prepare relevant reports, progress and others, as required by the Association

10.8.9. Shall team up with the Treasurer, Financial Secretary and Assistant Secretary to spearhead the Association's local fundraising efforts and activities.

10.8.10. Shall periodically function as the Association's Public Relations Officer when the need arise.

LEGAL ADVISOR:

10.9.1. Shall sit on the Executive Committee / Board and provide support to the Association's objectives.

10.9.2. Shall be an honorary member appointed by the President / CEO.

10.9.3. Shall provide training and build capacity of staff and beneficiaries on human rights, legal rights including land rights.

10.9.4. Shall provide assistance to staff in drafting donor reports and funding proposals.

10.9.5. Shall lead in development of relevant guideline and training materials.

10.9.6. Shall assist the Association in interviewing clients, fact finding and developing case studies.

OVERSIGHT COMMITTEE:

10.10.1. The Oversight Committee shall at all times comprise 5 members; a chairperson and secretary and 3 others.

10.10.2. Shall provide voluntary oversight and supervision to ensure that Association's management and operations are legal, effective and appropriate.

10.10.3. Oversight Committee shall be drawn from the pool of honorary members.

10.10.4. Shall provide support to the management and ensure the Association maintains its strategic direction.

10.10.5. Shall receive, discuss, analyze and evaluate annual reports of the Association.

10.10.6. Shall help in maintenance of integrity and accountability of the organization - for it to remain accountable to donors, communities, members and the public.

10.10.7. Shall monitor and annually assess the performance of the Association.

10.10.8. Shall help enforce solutions to problems of poor programme performance(s).

10.10.9. Shall enhance the public standing of the Association by serving as its Ambassador.

PATRON & PATRONESS:

10.11.1. Shall be male or female appointed by the President / CEO of the Association.

10.11.2. Shall not be a member of the Executive Committee of the Association and have no voting privileges in the Association

10.11.3. Shall not have any special authority over the Association's Board of Management.

10.11.4. Shall not be required to attend meetings, pay any fees or bear any liabilities on behalf of the Association and have no duties or obligations to the Association other than those the individual opts to exercise and which the Association values

10.11.5. Shall enhance the public standing of the Association by serving as its Ambassador.

10.11.6. Shall lend support and credibility to the Association in its community development initiative.

10.11.7. Shall plan and carry out fundraising events on own and hand proceeds to the Association.

10.11.8. The honorary patron / patroness shall resign, at any time, by submitting a written resignation to the President / CEO of the Association, in which case such resignation shall be effective on the date specified in the resignation.

10.11.9. President / CEO, acting on the direction of the Board of Management shall terminate the honorary patron's service to the Association by submitting a written notice to the honorary patron / patroness, in which case such termination shall have effect on the date specified in the termination notice.

ARTICLE 11: ROLES / DUTIES OF GENERAL ASSEMBLY / MEMBERSHIP AND COMMITTEE MEMBERS

SECTION 1: ROLES / DUTIES OF GENERAL ASSEMBLY / MEMBERSHIP

11.1.1. Shall make decisions and give direction as to the path the Association should take in its management and day to day functioning.

11.1.2. Shall receive and approve the previous year annual report of the Association, presented / submitted by the President / CEO.

11.1.3. Shall receive progress reports on projects

11.1.4. Shall receive and approve annual audited financial reports submitted by the Treasurer. Copy of approved report shall be mounted in the Association's meeting place or office for all to peruse.

11.1.5. Shall review suspension and termination of membership cases at general assembly / membership meeting(s).

11.1.6. Shall deliberate on any issue raised by members of the Association.

SECTION 2: ROLES / DUTIES OF COMMITTEE MEMBERS

11.2.1. Shall be six in number and of the female gender.

11.2.2. Shall be appointed by the Executive Committee / Board of Management of the Association

11.2.2. Shall comprise women leaders of communities targeted by the Association for Community Development Interventions or of members of the Association with in depth knowledge of the said communities but who are not parts of the Executive Committee / Board of Management.

11.2.3. Shall liaise with the Executive Committee / Board of Management and provide it with data and other relevant information for project planning, implementation, monitoring and evaluation.

11.2.4. Shall be entitled to make recommendations to the Executive Committee / Board of Management.

11.2.5. Shall have no decision making power relative to the work of the Association.

ARTICLE 12: MEETINGS OF THE ASSOCIATION

SECTION 1: EXECUTIVE COMMITTEE / BOARD OF MANAGEMENT MEETING

12.1.1. The Executive Committee / Board of Management shall meet once monthly to deliberate and conduct the business of the Association at its meeting place, at a time and date set by the President / CEO.

12.1.2. The President in consultation with the secretary shall set the agenda for the meeting.



time and from place to place, but only business left unfinished shall be discussed at the meeting from which the adjournment took place.

12.2.11. The Annual General Meeting of the Association shall be convened as soon as the report of the audit is delivered from the Auditor and is received by the Executive Committee / Board of Management. Fourteen (14) days advance written notice shall be given to all members for such important meeting.

ARTICLE 13: VOTING RIGHTS AND ELECTION PROCEDURES

13.1.1. Election of office bearers, with the exception of the President / CEO whose position is non-elected as the vision bearer, shall be done every three year at the Annual General Meeting of the Association after the initial election of office bearers.

13.1.2. The President / CEO shall be the presiding officer for election of office bearers on the Executive Committee / Board of Management of the Association.

13.1.2. Every member present (financial member) shall have one vote; and when votes are equal the presiding officer (President) shall have an additional or casting vote.

13.1.3. At any meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a ballot is demanded before or on the declaration of the result of the show of hands.

13.1.4. Where more than one person is nominated for election to position on the Executive Committee / Board of Management at the Annual General Meeting, secret ballot shall be used to decide the winner and retain harmony among the membership.

ARTICLE 14: ASSOCIATION SOURCE OF FUNDING

14.1. The funding sources of the association shall be included but not limited to the following:

- Membership registration / annual dues.
- Fundraising activities.
- Private donations.
- Grants.
- Support.
- Government funding.
- The sales of goods and services.
- Loans.
- Any other lawful source.

ARTICLE 15: BANK ACCOUNT.

15.1 Bank account(s) of the association shall be open with any bank agreed upon by the general assembly. The same members may further decide on such other financial institutions as they deem fit.

15.2 Except as may otherwise be authorized by the general assembly, the following committee members shall each be signatories to the association bank account(s) at any material withdrawal.

President (Chief Executive Officer (CEO)

Financial Secretary

Treasurer



15.3 In the event of an intention to withdraw money from the bank account of least two (2) signatories are required to withdraw money.

15.4 Any authorization for withdrawal to be valid must be co-signed by the president (Chief Executive Officer (CEO) and one of the other two signatories.

15.5 As authorized by the executive committee, the treasurer shall not keep in either his/her possession any association money received or not spent for a period exceeding 2 working days.

15.6 The financial year of the association begins from the 1st of January to the 31st of December.

ARTICLE 16: BANK ACCOUNT OF ASSOCIATION

16.1 Receipts, properties and other possessions of Child/Women Welfare Foundation Cameroon shall be used solely for the pursuit of her objectives as stipulated in article 3 in these present articles of the association and may not be transferred directly or indirectly in the form of individuals, premium, bonuses, or other advantages for the benefit of CWWF staff.

16.2 The association shall not grant loans to member promoters.

16.3 However the association may compensate salaries to promoters or employees in accordance with the labor regulations in force, and with the general rules of civil responsibility, for any prejudice caused or brought about through the exercise of their duties.

ARTICLE 17: MANAGEMENT OF FUNDS

17.1 Any equipment acquired or donated to facilitate the activities of the association and assigned to individuals working for the association must at all times remain the property of the association even after the completion of the assignment.

17.2 Only be employed by the furtherance of the objectives of association.

17.3 All the association equipment acquired or donated must be registered, labeled and the source indicated. The president (Chief Executive Officer (CEO) shall keep a list of this equipment.

17.4 Office-bearers are not personally liable for any loss suffered by any person as a result of act or omission which occurs in good faith while the office-bearer is performing his/her duties on behalf of the association.

17.5 Acquisition, exchange and alienation of property necessary for the fulfillment of the objectives of the association as per constitution of mortgage of the management board, should be submitted to the general assembly



ARTICLE 18: DONATED AND ACQUIRED EQUIPMENT FOR ASSOCIATION & PROCURED FOR PROJECT(S)

18.1.1. All equipment and tools acquired by the Association and those donated to it and assigned to individuals to carry out project related activities shall be returned to the Association's office on the completion of all assignments.

18.1.2. Equipment and tools of the Association shall only be used to advance its mission, vision and objectives.

18.1.3. Equipment and tools owned by the Association through donations and purchase shall be registered, labeled and the source indicated. Such records shall be filed at the Secretariat of the Association.

18.1.4. Office bearers, other members and volunteers during the process of using the Association's equipment and tools in carrying out its activities, shall not be personally held liable for any loss or damage which occurs in good faith.

18.1.5. Acquisition, exchange and alienation of property of the Association necessary for the fulfillment of its objectives shall be presented to the general assembly / membership for decision.

18.1.6. Tools and equipment received as donation as well as those acquired by the Association for community project shall remain the property of the project beneficiaries on completion of the project to ensure sustainability.

ARTICLE 19: ASSOCIATION SEAL AND LOGO / EMBLEM

SECTION 1: ASSOCIATION SEAL

19.1.1. The Executive Committee / Board of Management of the Association shall design and have manufactured, a common seal bearing the inscription of the Association.

19.1.2. The seal shall be kept in the custody of the Association's Secretary at the Secretariat.

SECTION 2: LOGO / EMBLEM

19.2.1. The Executive Committee / Board of Management shall design a logo / emblem; the final design of which shall be approved by the general assembly / membership.

19.2.2. The logo / emblem shall be on the Association's letterhead, sign at its office location, on banners and used in every situation to promote and make the Association visible.



ARTICLE 20: DISSOLUTION AND LIFESPAN OF ASSOCIATION

Section 1. Dissolution

20.1.1 In the event of an admission that the objectives of the association have failed to be attained by $\frac{2}{3}$ of the registered members, any member may upon a basis move a motion of dissolution during the general assembly.

20.1.2: Subject to the provisions of this constitution, the matter of dissolution shall only be affected if the motion is duly debated and carried out by $\frac{3}{4}$ of the registered members provided that the proposal to move such a motion shall have been included on the agenda.

20.1.3: In case this association is dissolved, then all its properties would be shared with any association of similar objectives with this association. 18.1.4 If its properties could not be transferred then it can be sold and the money is given to other charities of good faith.

Section 2. Lifespan of the association.

20.2.1 This association is of unlimited lifespan. However, in case the association is dissolved all its funds and assets shall not be the possession of any individual or group of members but shall be given to other organizations and services with similar objectives and activities.

ARTICLE 21: AMENDMENT OF CONSTITUTION

21.1: If any member wishes to propose an amendment to this constitution he/she shall give notice of such proposal by sending it to the president, founder (Chief Executive Officer (CEO) or the executive committee at least two (2) months before the meeting of the general assembly.

21.2 No amendment shall be admissible except with the approval from the vision bearer, founder, (CEO).

ARTICLE 22. FINAL PROVISION, BYLAWS & ADOPTION

Section 1: Final Provision.

22.1 All provisions to amend certain parts or the entirety of this constitution are hereby repealed and this law shall remain the legislative and judicial arm of the association and thus the people of Child/Women Welfare Foundation Cameroon shall be liable to respect its norms with the approval of the founder (Chief Executive Officer (CEO). This laws shall be registered, published according to the procedure of urgency and shared to all members of the association.

Section 2: Bylaws

An internal rule shall be proposed by the executive committee and approved by the general assembly. These rules shall set forth different points approved for in this article of association and make explicit to those provided.

Section 3: Adoption

We the founding members of Child/Women Welfare Foundation hereafter referred to as (CWWF Cameroon), do hereby adopt this constitution and agree to be bound by the terms contained herein above by countersigning of our respective names and titles.

Done today the 07th of April 2022.



**CHILD / WOMEN WELFARE FOUNDATION (CWWF) CAMEROON EXECUTIVE/BOARD
OF MANAGEMENT LIST OF MEMBERS**

S/N	NAMES	PROFESSION	POSITION	ID CARD N ^o	TEL
1	FONDEM JULIUS TEBUGEH	Student	President (CEO)	117735203	675753186
2	KOFFI ANNA NALOVA	Veterinarian	Vice president	SW022415/WHBHOHL4F3	676060774
3	QUINTER AMBIFUH BAMU	Teacher	secretary	1179756709	652143423
4	TAYEM FANNY NACHI	Retired Nurse	Vice secretary	SW0220815JO7MMBET1X6	677351007
5	MUKOH HUBRINE EJECK	Accountant	Financial secretary	000231718	675953330
6	CATHERINE MANKA'A AFANWI	Business	Treasurer	114547667	651272425
7	KU EDMOND	Agric Technician	Community Development Officer (CDO)	109774886	670589818

Minutes of the General Meeting of the CHILD/WEMON WELFARE FOUNDATION CAMEROON held on Friday 25th of February 2022.

Placed of Meeting: Jam Memorial Nursery and Primary School Kumba Town.

AGENDA

- Opening prayer
- Welcome address by the founder president (CEO)
- Self introduction
- Reading of previous minutes/amendments/Adoption
- Other matters (reactions)
- Re-election
- Closing remarks.



The meeting started at 5:pm with presentation of the agenda by the chairperson of the day Mr. Fondem Julius Tebugeh. This was followed by a word of prayer from Mme. Koffi Anna Nalova. The chairperson Mr. Fondem Julius Tebugeh welcomes all members present and wishes a fruitful deliberation, this was followed by self – introduction by the 12 members present.

The chairperson Mr. Fondem Julius Tebugeh a talk on the importance to revise section of Association Constitution and the restructuring of the board/management committee. The aim to do all this is to better position CWWF to network and enter into partnership with other entities and be able to effectively carry out its mandate as a Community Based organization (CBO) and in order to address women and children issues, and that of the less fortunate, underprivileged and the disruption of lives and livelihood in Communities here in Cameroon.

This was unanimously agreed and adopted by all the members present at the meeting.

Mme. Koffi Anna Nalova stress on the fact that members should know that to serve Communities is a difficult task that needs a lot of sacrifices like time and money. She also advise the president to make sure that each member of the Organization owns a copy of the Associations Constitution, that will make them to know what the Organization is all about and represent the organization where ever they are.

Election of the board/management Committee was done and everyone was satisfied.

Other issues discussed including was finance

- This includes individual membership fee of 2.000 FRS.
- Institutions/Organizations membership fee (Associate Membership) fee of 5.000 FRS. All this money in none refundable.

Annual subscription fee for individual shall be 5.000 FRS Annual subscription fee for Associate members shall be 10.000 FRS. It was agreed that we put together the documents necessary to apply through the S.D.O Office for the organization to be made legal.

The meeting ended at 6.30pm with a closing remark from the chairperson of the day.



THE PRESIDENT (CEO)
CHILD/WOMEN WELFARE FOUNDATION
KUMBA, MEME DIVISION
SOUTH WEST REGION
REPUBLIC OF CAMEREROON
07/04/2022

THE SENIOR DIVISIONAL OFFICER
MEME DIVISION, KUMBA,
SOUTH WEST REGION
CAMEROON

RE: LETTER OF ENGAGEMENT

THIS LETTER OF ENGAGEMENT IN RESPECT TO CHIL/WOMEN WELFARE FOUNDATION WITH THE ACRONYM C.W.W.F CAMEROON, REPRESENTED BY MR. FONDEM JULIUS TEBUGEH, IS MADE THIS 7th DAY OF APRIL 2022.

- 1) That the Child/Women Welfare Foundation with the acronym C.W.W.F (Represented by FONDEM JULIUS TEBUGEH holder of Cameroon National Identify Card No. 117735203 issued on the 26/06/2014 at Kumba do hereby agreed to scrupulously adhered to all the provisions contained in all the sections and Article of the Constitution, Minutes of the Constituent Meeting and the Internal Rules and Regulations.
- 2) That I do pledge on behalf of the aforesaid association that out activities will be limited to the Articles and the Sections of the Constitution and the Internal Rules and Regulations.
- 3) That the said association in non-partisan, non-religious, but a humanitarian organization seeking to promote and advance the welfare of the common man and the less privileged.
- 4) That on behalf of the aforesaid Association I do pledge and engage to respect the provision of S.4 of Law No. 90/53 of 19 December 1990 on the freedom of association to limit our operations as contained in the Construction and Internal Rules and Regulations.
- 5) That I am aware of the rigorous provision contained in section 163(3) of the penal code for false declarations and I do insist that the aforesaid deposition as facts herein before your high office is the truth and nothing but the truth to the best of my knowledge, information and belief.
- 6) That as aforementioned I on behalf of the association promise your service that we shall respect all the provisions relating to the fire cited law of freedom of association so as to avoid any form of conflict in the area of our humanitarian operations. That I will be very grateful on behalf of the aforesaid association if our desires are granted.

Thanks

Yours sincerely

FONDEM JULIUS TEBUGEH

