Constitution

**Aim**

To contribute to the attainment of three Millennium Development Goals (MDGs) of the Gambia Government’s Vision 2020 namely: Reduce child mortality, improve maternal health and combat HIV/AIDS, Malaria and other diseases.

**Mission**

To complement efforts of the Gambia Government in ensuring that basic health and medical care is available, accessible and affordable to all and sundry without distinction or discrimination.

**Vision**

A healthy nation of the Gambia, where basic health and medical care is readily available, affordable and accessible to the entire population and residents with “United Care Roland Clinic” playing a key role in complementing efforts of the Gambia Government.

**General objective**

Contribute to the general improvement of medical and health care of people living in the Gambia; through the provision of health care facilities in strategic locations and areas, where clinical services are acutely lacking or insufficient.

**Membership**

Membership is open all philanthropist individuals and organisations within and outside the Gambia to join the ranks as full time or associate members to support the programmes being implemented for the welfare of humanity at large.

General membership meetings shall be held twice annually, where members will have the opportunity to be updated on activities of the organisation also through quarterly and annual reports as well as site visits upon request by any member (s) in consultation with management.

Interested individuals and organisations can apply for membership at any time to the managing director of the above address for consideration. Approval shall be considered and granted at only board meetings and shall involve the managing director.

Membership is voluntary and terminable by writing to the board through the managing director.

The board also deserves the right to terminate membership of any individual or organisation who is found to have contravened a provision(s) of this constitution and or engage in any activity that is contrary to the ideals and mission, vision, aim and objectives of United Care Roland Clinic.

**The board**

The board of trustees shall consist of the following officio- members:

Chairperson, Assistant Chairperson/Secretary General, Health advisor, Advocacy specialist and the Managing Director.

Two other ex-officio members shall also be nominated and take part in board meetings as mainly advisers with no voting rights.

The board members shall be nominated by the Managing Director and in consultation with the membership where necessary.

The process of membership of the board starts with written letters from management to nominated members and concluded with acceptance letters. The membership of the board is voluntary and or at the request of the Managing Director and renewable bi-annually.

**Collective roles / responsibilities decision and decision making of the board**

The board shall have supreme authority in strategic decision making, advocacy, overall management and co-ordination of the activities of United Care Roland Clinic. The board shall however report to and be accountable to the membership.

Board meetings shall be held on quarterly basis unless otherwise requested by management on urgent issues.

All decisions shall be agreed by consensus and where as that is not possible, voting shall be conducted by the chairperson on variations of opinion. He shall have a second chance to vote in case of a tie to ensure that a decision is passed.

No Board meeting can take place without a quorum, meaning two third of officio members have to be in attendance.

**Individuals roles / responsebilities of the board members**

CHAIRPERSON:

·      Shall convene all meetings as required by this constitution

·      In consultation with members, shall set the Agenda

·      Shall preside over all board meetings

SECRETARY GENERAL / DEPUTY CHAIRPERSON:

·     Shall be mainly responsible for all documentation and correspondence of the board including minutes and between the board and the rest

·     Shall assist the chairperson in convening all board meetings

·     Shall assume roles and responsibilities of Chairperson in his / her absence

HEALTH ADVISOR:

·     Shall be the negotiator and adviser in chief on all health related issues

·     Shall assist the managing director in the procurement and installation of all medical and health drugs, supplies and equipment.

·     Shall be the focal point between the organisation and health authorities at all levels

ADVOCACY SPECIALIST:

·     Shall liaise with the local and central government authorities on all legal matters and advocacy issues

·     Shall co-ordinate the legal registration processes and renewals

·     Shall explore possibilities of linkages within and outside the Gambia in marketing the constitution and programmes of the organisation for advancement

MANAGING DIRECTOR:

·     Shall be the main anchor between the board and administration

·     Shall ensure the implementation of all decisions passed by the board at all levels of the organisation

·     Shall ensure quality control of programmes and activities in line with this constitution

·     Shall manage administrative staff on a day to day basis and advice the board on all developments accordingly

·     Shall be the main signatory to the account and authorise all financial expenditures

**Ex-officio members**

There shall be two ex – officio members in the board who will take part in all proceedings except voting in decision making.

**Administrative staff**

Essential staff shall be appointed to run the facilities of the organisation and under the leadership of the managing director.

The staff requirement shall be determined by the managing director based on need and all appointments and dismissals shall be approved by the board.

**Finances of the association**

The chosen commercial bank to facilitate all the financial and commercial transactions of United Care Roland Clinic is “Banque Sahelo – Saharienne pour L’Investissement et le Commerce – Gambia Ltd. (BSIC-Gambia Ltd).

The account number is A/C. No. 251161-100763-000 # ROLAND CLINIC.

The principal signatory and custodian to the account is the managing director who is the only one empowered to authorise all withdrawals to the account.

He shall verify all payments before banking and make the necessary reconciliations with the bank on regular basis and keep the board and membership informed.

In consultation with the board, he may however delegate the responsibilities to other people including staff and board members.

**Fund raising**

United Care Roland Clinic shall mount vigorous fund raising campaigns in the following ways to ensure long term sustainability as well as enhance future expansion of activities into other strategic areas and locations around the country. Some of the avenues to be explored include:

·     Seeking donations in cash and kind from within the Gambia and beyond

·     Making contacts with philanthropists and their organisations for gifts and endowments

·     Fund raising programmes with famous musicians such as Jalika Kuyateh and the Kumareh band in the Gambia etc

**Constitutional amendments**

Any person within the board and the general membership may propose amendments to any constitutional provision (s) as well as adjustments where necessary shall be subject to review by the board before being presented to the general membership for approval. All provisions and amendments passed by two thirds of the general membership vote shall become law.