

UGANDA ACTION FOR NUTRITION CONSTITUTION

- Establishment of the Society
1. 1) There is hereby established a body which shall be known as Uganda Action for Nutrition Society (UGANS)
- 2) The headquarters of the Society shall be in Kampala.
- The objects and Functions of the Society
2. The objects for which the Society is established shall be:
- a) To create a forum for professionals in Nutrition.
 - b) To facilitate linkage between nutritionists and other stakeholders
 - c) To contribute to national development through lobbying and advocacy for nutrition improvement
 - d) To influence policies favorable to better nutrition
 - e) To build capacity in all aspects of nutrition
 - f) To offer technical guidance in nutrition
 - g) To develop and disseminate nutrition information
 - h) Networking with other professional organizations and stakeholders
 - i) To promote improved nutrition
 - j) To carry out operational research in nutrition
- Fixing of the seal of the Society
3. 1) There shall be a common seal of the Society designed by the Executive Committee and approved by the general meeting.
- 2) The fixing of the common seal of the society on any document shall be authenticated by the signature of the Chairman and of the Secretary and witnessed by a member of the executive committee.
- Membership
4. 1) There shall be three categories of membership.

- i) Ordinary membership: Ordinary membership of the society shall be open to all individuals interested in nutrition.
 - ii) Honorary membership: Any person, (man or woman) who has contributed exemplarily to Nutrition
 - iii) Institutional membership: Any Institution that contributes directly or indirectly to Nutrition promotion
 - 2) Membership shall be subject to payment of such membership and annual subscription fees as may be specified at the general meeting.
- Rights of Member 5. Every member shall:-
- a) Have a right to participate fully in the activities of the society.
 - b) Be free to use facilities provided by the Society, for the benefit of the Society.
- Organs of the Society 6. The society shall have the following organs:-
- a) Annual general meeting
 - b) Executive Committee
- Patron 7. There shall be a Patron of the Society who shall be elected by the Annual General Meeting.
- Society Secretariat 8. 1) There shall be a Society Secretariat which shall consist of such numbers as the executive committee may from time to time determine.
- 2) The Society secretariat shall carry out the day to day running of the affairs of the Society and do all such things as the executive committee may direct from time to time.
- Secretary General 9. 1) There shall be a secretary who shall be elected by the general meeting for such a period and on such terms and conditions as the general meeting may determine.

- 2) The Secretary shall attend meetings of the Society and the executive committee and shall be responsible for taking minutes thereof and keeping records relating to the business of the Society.
- 3) The Secretary may, in consultation with the Chairman and in writing under her/his hand, delegate any of the duties conferred on her/his or authorised under this constitution to any member of the executive committee provided s/he accordingly informs the members of the executive committee.

- Executive Committee 10. 1) There shall be an executive committee which shall consist of the following members:-
- i) Chairman
 - ii) Vice-chairman
 - iii) Secretary general
 - iv) Vice-secretary
 - v) Treasurer
 - vi) Three committee members all of whom shall be elected by the General Meeting.

- Tenure of office of the Executive committee 11. 1. The executive committee shall hold office for the period of two years but shall be eligible for re-election for another period of two years, provided that they shall not hold the same office for more than two consecutive periods.
2. A member of the executive committee may at any time resign her office in writing under her hand addressed to the executive committee.
 3. Any of the elected members of the executive committee may be removed from office at a general meeting by at least two thirds of the registered members present and voting:
 - a) If without sufficient reasons or notice to the Chairman, or Secretary she fails to attend three consecutive committee meetings.

- b) If she misbehaves as stipulated in the code of conduct.
- c) If she is the subject of a vote of No Confidence.

Powers and Functions of 12.
The executive committee

- 1) The executive committee shall:
 - a) Be responsible for all matters relating to policies of the Society and those decided by the Annual General Meeting.
 - b) Be responsible for convening the Annual General Meeting.
 - c) Raise funds for and administer the property of the Society.
 - d) The executive committee may, notwithstanding the other provisions of the constitution, give such written directions of a general nature to any member of the Society as it may think fit and such a member shall comply with such directions.

Meetings of the 13
Executive committee

- 1) The executive committee shall meet as often as shall be provided in the by-laws for the execution of its business at such time and place as the chairman may appoint or at the request in writing of one third of the members thereof but shall meet at least once every 3 months.
- 2) The chairman, or in her/his absence the Vice-Chairman, or in the absence of the Vice-Chairman such a member as appointed in that behalf by the members attending the meeting, shall preside at all meetings of the executive committee.
- 3) The quorum at any meeting of the executive committee shall be one half of the members.
- 4) The executive committee may invite any person to advise it at any of its meetings as it may deem fit but such a person shall not vote on any matter.

- 5) Subject to the provision of sub-section 3 of this section the executive committee may act, notwithstanding any vacancy in its membership and no action or proceedings of the executive committee shall be invalidated by reason only of some defect in the election or appointment of a member thereof.
- Establishment of sub-committees 14.
- 1) The executive committee may appoint such standing and adhoc committees as it deems it necessary and refer to such committee any matter.
 - 2) Members of the standing or adhoc committees may be appointed from the members of the executive committee or may be such other person(s) as the executive committee may deem fit.
- Annual General meeting 15.
- 1) The society shall in each year during the month of February, or in any case, not later than 31st day of May hold an Annual General Meeting, and shall specify the meeting as such in the notice calling it.
 - 2) The Annual General meeting shall be held in such place and on such date as the executive committee may determine.
 - 3) The executive committee shall cause the notice calling the Annual General Meeting to be advertised and circulated to all members not less than 30 days prior to the date of the meeting and shall specify the matters to be discussed at the meeting.
- Attendance of The General Meeting 16.
- 1) The Annual General Meeting shall be attended by:-
 - a) Members of the executive committee
 - b) Ordinary members of the society
 - c) Honorary members
 - d) Institutional members
 - 2) The general meeting shall:
 - a) Carry out elections of office bearers

- 3) The quorum at any general meeting shall be one third (1/3) of the members authorised to attend.
 - 4) Where there are any procedural matters relating to the Annual General meeting not covered by this article the provisions of the byelaws shall apply.
- Funds of the Society
19. 1) The funds of the society shall consist of:-
 - a) Monies collected as membership fees and Annual subscription.
 - b) Donations.
 - c) Assistance and grants from the government and other donors.
 - d) Interest and profits from the society investments and assets.
 - e) Any loan granted to the society in the course of the discharge of its functions under this constitution.
 - 2) The funds of the Society may only be used for those purposes as are conducive to and consistent with the objectives of the Society.
 - 3) Subject to the provisions of this constitution, it shall be the duty of the treasurer to collect, receive and deposit to the credit of the Society in a bank approved by the executive committee all funds belonging to the society, and disburse all or any part of such funds as may be authorised by the executive committee.
 - 4) Withdrawal of the society funds from the account shall be liable to the two signatures of:-
 - i) The chairman
 - ii) The secretary general
 - iii) Treasurer (Principal signatory)
- Borrowing Power
20. 1) The Society may subject to the approval of the executive committee borrow any money required by the society to meet any of its obligations or

discharge any of its functions under this constitution.

- 2) Any approval given under sub-section (1) may be either general or limited to a particular borrowing or otherwise and may be either unconditional or subject to conditions.

Accounts Audit	21	<ol style="list-style-type: none">1) The society shall keep proper books of accounts and proper records in relation thereto.2) For the purpose of this section proper books of accounts shall be deemed not to have been kept with respect to the business of the society if there are no such books necessary to give a true view of the state of affairs of the society and to explain its transactions.3) The accounts shall in respect of every financial year be subject to audit by an auditor appointed by the annual general meeting on the advice of the executive committee.
-------------------	----	--

Investment	22.	<ol style="list-style-type: none">1) The society may invest any funds of the society in such undertakings as the annual general meeting may approve on advice of the executive committee.
------------	-----	---

Property of the Society	23 .	<ol style="list-style-type: none">1) The society may acquire any movable or immovable property.2) The society property shall vest in the executive committee of the Society.
----------------------------	------	---

GENERAL

Bye-laws:	24	<ol style="list-style-type: none">1) The society may make bye-laws regulating:-<ol style="list-style-type: none">a) The duties, other than those specified in the constitution to be performed by any office or organ of the society.b) The qualifications for holding any office of the society.
-----------	----	--

- Dissolution 27
- 1) The Society may at any time be dissolved by a dissolution passed by a 2/3 majority of those present and voting at a general meeting of the Society.
 - 2) At least twenty one clear days' notice shall have been sent to all members of the Society by members of the executive committee.
 - 3) Such resolution for the dissolution of the Society shall give instructions for the disposal of any assets held by or in the name of the Society provided that if any property remains after the satisfaction of all debts and liabilities, such property shall be given or transferred to such other institution or institutions having objectives similar to some or all of the objectives of the Society as the annual general meeting may determine.