

CONSTITUTION

Of

OPOBO FOUNDATION, USA



ARTICLE I
NAME OF THE ORGANIZATION

The Organization shall be known, and referred to as Opobo Foundation, North America: A socio-cultural organization founded by descendants of Opobo Kingdom of Nigeria, resident in North America, with a vision to unite our brothers and sisters and consolidate resources in furtherance of our members wellbeing and promotion of the culture and traditions of the Opobo people and the community to which we now belong.

The Foundation shall serve as the umbrella and supervising organization for all associations of indigenes of Opobo Kingdom in North America.

The Foundation shall not participate in any political activities and also, shall not campaign on behalf of any candidate for public office.

ARTICLE II
OBJECTIVES

1. To foster unity and promote socio-economic wellbeing of all Opobo people and Opobo Kingdom.
2. To assist one another as best possible in socio-economic endeavors and identify available resources in the area to benefit each other.
3. To promote a positive image of Opobo people in particular and Nigeria in general, and to the community to which we now belong and reside.
4. To serve as center for dissemination of information regarding Opobo people, and for educating our children on our unique social and cultural heritage.
5. To promote our collective interest via lobbying, education and advocacy.
6. To liaise and act in concert with other similar organizations in the Diaspora and Nigeria in furtherance of these goals

ARTICLE III
MEMBERSHIP

A. Eligibility:

- i. Membership of the association shall be open to all Opobo indigenes by birth, marriage and other legal means of citizenship.
- ii. All dependents (under twenty-five (25) years of age) of registered members who have not established themselves shall be accorded dependent membership status.

B. Membership Classification:

There shall be three classes of membership.

- a. Registered Member
- b. Honorary Member
- c. Dependent Member

Registered Membership:

A member who is duly registered with the foundation by satisfying all the eligibility and administrative requirements and has consistently attended general meetings of the Foundation is a primary benefactor of the Foundation and shall be deemed a member in good standing.

Honorary membership:

Non- indigenes of Opobo Kingdom who share the values, purposes and objectives of the Opobo Foundation of North America may be granted special status as honorary members. Honorary members will be subject to all articles of this constitution except that they cannot vote or be voted for.

C. Fees & Dues:

- i. There shall be a onetime non-refundable registration fee as approved by the house on the recommendation of the Executive Committee payable by all new members. This fee shall be twenty (\$20) dollars per family unit. (Family unit for this purpose is defined as a married couple and their dependents under 25 (Twenty-five) years of age). This fee is subject to yearly review by the Board of Directors
- ii. In addition, all members shall pay monthly dues as approved by the House on the recommendation of the Executive Committee. This fee shall be Five (\$5) dollars for individuals and Ten (\$10) per family per month subject to yearly review by the Executive committee
- iii. Dependents (Article 111, A (ii) shall be exempt from Article 111, C (ii).
- iv. Membership shall be suspended for non-payment of dues for four consecutive months.
- v. Re-activation of Membership after payment of past dues shall not violate Section II b.
- vi. Membership dues can be paid in monthly, quarterly or yearly tranches.
- vii. Amount paid as membership dues can be reevaluated by two-third (2/3) majority vote on a particular year on the recommendation of the Executive committee.
- viii. The Executive committee may recommend special levies to execute specific projects of the foundation subject to ratification by one third of active members.

D. Rights of Membership:

- i. Every member shall have the right to one vote on any issue that is decided by the House, provided the member is in good standing as defined by the constitution. (Article III C).
- ii. Every member has the right to run for an elected office provided the member meets the eligibility requirement (see Article VII – Election).

- iii. Every member shall have the right to properly address the general meetings in accordance with the constitution.
- iv. In case of a deadlock, the President shall cast the deciding vote (except where s/he has a conflict of interest)
- v. All members shall have equal rights subject to the constitution.

E. Benefits of Membership

- i. All members in good standing are considered equal and shall be treated as such by the Foundation.
- ii. The Foundation shall provide networking and social opportunities for all members through a variety of activities.
- iii. The Foundation encourages all members to support each other at all times, especially in times of crisis.
- iv. In the event of Marriage, the Foundation will present a token gift to the couple. The value of which will be decided by the Executive Committee each year depending on the finances of the Foundation.
- v. In the event of Birth, or Bereavement affecting a member's immediate family, (immediate family is defined as Husband, Wife, Mother, Father, Children by birth and Children by Legal Adoption); a token gift will be presented to the affected family, the value of which will be decided yearly by the Executive Committee depending of the finances of the Foundation.
- vi. When a member or his/her dependent graduates from a post-secondary school, a token gift and a certificate of appreciation will be presented to the graduate.
- vii. A member shall not benefit from the net earnings of the organization.

Section 1. ACTIVE MEMBERSHIP

- i. Shall meet all financial obligations (Registration, Annual dues, and all approved levies) within the specified period as mandated by the General Assembly.
- ii. Shall attend at least 50% Meetings; provide moral, economic and physical support to the Foundation.

Section 2. HONORARY MEMBERSHIP

This title is conferred upon a non-indigene of Opobo who has demonstrated interest in upholding the dignity of Opobo people, by meeting the following;

- i. Identifying with the objectives, aspirations, and interest of Opobo people.
- ii. Shall be recommended to the Executive Body by an Active Member.
- iii. Shall be recommended to the General Assembly by the Executive Body.
- iv. Does not qualify for membership by any other criteria

- v. Upon the recommendation of the Executive Body, and a two-third (2/3) majority vote of Active Members present, shall be conferred the Honorary membership Title.

ARTICLE IV STRUCTURE OF THE FOUNDATION

A. The Foundation shall be organized as follows:

- a. The General Assembly
- b. The Regional Chapter
- c. The Local Chapter

B. The Foundation:

- i. Shall hold quarterly meetings which will be scheduled by the secretary at the instruction of the President
- ii. Frequency of meetings of the Regional and Local chapters shall be decided by the regional or local executive committee
- iii. Regional or Local chapter meetings may not be held on the same day as the General meeting. All conflicts will be resolved in favor of the General meeting
- iv. No meeting will be held at the local chapter on the same day as a regional chapter meeting.
- v. At the discretion of the President, an Emergency Meeting may be called when necessary.

ARTICLE V QUORUM

The quorum for a meeting on all organs of the Foundation shall be as follows:

- i. General Assembly Meeting 1/5th of total membership.
- ii. Emergency Meeting, quorum requirement shall not apply

ARTICLE VI

The structure of management, administration and operations of the Foundation will be as follows:

- 1. The Grand Patron
- 2. Board of Directors (BOD)

3. Executive Committee
4. The House (General Membership)

1. Grand Patron:

The Foundation shall have a Grand Patron who will be the Amanyabo of Opobo Kingdom or the Regent occupying the position at the time.
The Grand patron shall be the spiritual father and adviser to the foundation.
This is a non-elective position.

2a. All members of the Board of Directors and Executive Committee shall be members of the Foundation in good standing as described and held forth by ARTICLE 111.

The Board of Directors (BOD) shall be made up of five (5) elected members. The President of the foundation or a representative of the Executive Committee appointed by the President shall participate in the BOD meeting as an observer and assistant with no voting right. The Board shall elect one of their members as Chairman for the term of the Board.

2b. Duties of the Board of Directors:

1. To support and be an adviser to the Executive Committee
2. The BOD shall be independent of the Executive Committee.
3. BOD shall be responsible for monitoring the activities of the foundation and insure that such activities are in conformity to the foundation goals and constitution.
4. The Board of Directors shall have the responsibility of approving all operating budgets and other extraordinary expenses of the Opobo Foundation no later than November 30th and adopted by December 31st for the next fiscal year.
5. The quorum of the Board of Directors at all meetings shall be three members.
6. The term of each Board of Directors shall be four (4) years
7. Election of the Board of Directors shall be held at the last quarterly meeting every Four years.
8. Board members shall be removed via an election or in accordance with Article V111. ??
9. If and when a vacancy occurs at the Board of Directors, the vacancy shall be filled through an election process conducted at the general meeting.

ARTICLE VII

OFFICERS OF THE FOUNDATION

SECTION I: Executive Committee

The Executive Committee is made up of the following officials:

- a. President
- b. Vice President
- c. Secretary
- d. Treasurer
- e. Publicity Secretary
- f. Financial Secretary

SECTION II. DUTIES OF OFFICERS

a. President:

- The President shall govern over the Foundation in accordance with the Constitution.
- Shall have the responsibilities of presiding over the general meetings of the Foundation and over the meetings of the Executive Committee.
- Shall in person or through his designee attend meetings of the BOD
- S/he shall ensure that the Foundation achieves its goals and objectives as set forth by the Board of Directors and approved by the House.
- S/he will be a co-signer of Foundation's checks and vouchers.
- May appoint standing committees as he deems fit subject to the approval of the board
- The term of all standing committees expire with those of the appointing Executive committee
- The duties of each standing committee shall be explicitly detailed by the President
- May appoint ad hoc committees to carry out special duties as required by the Foundation from time to time. The President shall determine their scope of activity and terms of office provided that they do not exist past his term of office and their duties do not contravene any section of the constitution

b. Vice President:

1. The Vice President shall assist the President at all times in regards to the matters of the Foundation.
2. In the absence of, disability of and/or incapacity of the President, s/he shall assume the duties of the President.
3. Shall carry out all other functions as delegated by the President

c. General Secretary:

- The General Secretary shall have the responsibilities of providing proper, timely and appropriate information to all members regarding general meetings, events and other required announcements.
- Shall convene all meetings at the instruction of the President

- Shall record and present minutes of meetings, keep all members informed and up to date of all significant developments, keep a register of all members and shall have the custody of the Foundation's documents.
- The General Secretary shall hold office until their respective successors are elected or appointed.

d. Treasurer:

- The Treasurer shall be the custodian of all funds, securities and financial records of the Foundation.
- S/he shall be charged with the responsibility to deposit all funds and securities on behalf of and in the name of the Foundation into the appropriate financial institutions as designated by the Foundation within three (3) five (5) working days of such receipts.
- S/he will be a co-signer of the Foundation's checks and vouchers.

e. Financial Secretary:

- The Financial Secretary shall receive and record all dues and fines due the Foundation on or before each meeting.
- S/he will transfer such revenue upon receipt to the Treasurer and maintains a separate ledger account.
- The Executive Committee and/or The House (general membership) may call upon him/her at any time to provide a full and detailed account of the Foundation's financial standing and/or account.

f. Publicity Secretary:

- S/he shall have the responsibilities of promoting the Foundation to the general public as approved by the Executive Committee and/or the House (general membership).
- S/he shall be responsible for and be in charge of all social events and/or activities of the Foundation.
- S/he shall be responsible to attract new members, check on the welfare of the membership and external responsibility/publicity.

**ARTICLE VIII
Regional & Local Chapters**

May draft and implement local constitution and bylaws, provided no parts contravenes the national constitution.

ARTICLE IX ELECTION

The Electoral Committee shall organize all elections. Outgoing officers and executives of the Association shall submit all Association properties and/or relevant information to the new administration within one (1) month after election. Failure to meet this deadline will result in censure of the defaulting party by the Executive Committee.

SECTION I: Eligibility Criteria

- i. Any Active member of the association in good financial standing and in good mental health may be eligible to contest for a vacant office.
- ii. All financial obligations should have been satisfied before the end of the nomination process.
- iii. New members registered on election day are not eligible to vote or be voted
- iv. The Treasurer shall provide the electoral committee a list of current active members on the day of the election
- v. Any member suspended or expelled for non-payment of dues and re-admitted, shall not be eligible to contest or hold any office for a minimum of one (1) year from the date of readmission.

SECTION II: Election Requirement:

- i. Ascendance to the position of President, Secretary, Treasurer, Publicity Secretary and Auditor at the General Assembly, shall be by election.
- ii. Election shall be by secret ballot.
- iii. There shall be a maximum of 3 years per term and 2 consecutive terms limit for each official.
- iv. Each candidate running for President shall be given five (5) minutes to address the General Assembly and Six (6) minutes to answer questions from the Floor.

Section III: Election Date:

Elections of the Executive Officers shall be held every 3 years, and every 4 years for the Board of Directors at the last Quarterly meeting of the year on which their terms expire.

Fiscal Year: The Association's Fiscal Year shall be from January 1st to December 31st.

Section IV: Terms of Office and Re-Election:

- i. All officers shall be elected for three-year terms.
- ii. Every elected officer shall continue to serve as long as s/he continues to be re-elected by general membership except for the office of the President who must not exceed two (2) consecutive terms of 3 years.
- iii. The President may seek re-election for the same office after s/he has been out of office for at least a term and provided that s/he has not been barred from holding an elected office.

Section V: Voting:

- i. A simple majority shall carry the vote at all general and executive meetings. In the case of a tie, the President shall cast a deciding vote to break the tie. If the President is seeking re-election, s/he cannot cast the tie-breaking vote. Instead, there will be a run-off election.
- ii. Voting at all elections shall be by secret ballot.

SECTION VI: Selection of Officers

- i. The Electoral Committee shall be appointed by the current President of the General Assembly and approved by the house
- ii. The electoral committee shall be headed by a chairman for the purpose of conducting election.
- iii. A nominee shall reserve the right to decline when nominated.
- iv. The Electoral Committee shall reserve the right to reject the nomination of any member who is in violation or does not meet the eligibility criteria stated in article (VI) above.
- v. Any member elected or appointed into office contrary to the intent of Article V and VI shall have the election or appointment voided.
- vi. All elected and or appointed officials shall serve their terms, and shall vacate all posts at the end of the President's term of office.
- vii. A candidate for each of the offices shall be nominated and seconded by an Active member.

SECTION VII: Voting:

- i. A winner will emerge by a simple majority vote
- ii. All voting shall be certified and recorded in numerical figures, itemized as follows:
 - a. # of votes for the winner
 - b. # of votes against
 - c. # of uncommitted votes.
- iii. All voting shall correspond to the number of Active members present at the election.
- iv. No returning officer shall be a candidate for office.

**ARTICLE X
RESIGNATION AND VACANCY (IMPEACHMENT/DEATH):**

SECTION I:

- a. In the event of a vacancy due to the resignation, impeachment, death etc. of any official, the President, shall call for an election for a successor.
- b. If the office of the president is affected by the vacancy, the vice president shall occupy the office in an acting capacity until an election is held for a replacement.

- c. Election must be conducted no later than the next quarterly from the date the vacancy was created.
- d. The winner of the election must be announced and assume the role immediately after the election.
- e. The new elected official shall serve out the remainder of the term of the vacant office

ARTICLE XI REMOVAL OF OFFICERS

A Ground for Removal:

An elected official of the Association shall be impeached for misconduct while in office. Such misconduct shall include but not limited to:

- 1. Embezzlement of the Association's funds.
- 2. Non-performance, poor performance and/or gross negligence of duty.
- 3. Abuse and/or the use of office for personal gains.
- 4. Contravention of any provisions of the Association's Constitution.
- 5. Promotion of disunity among members of the Association.

a. Process of Removal:

- 1. To remove an elected officer from office, a petition, signed by at least five (5) members in good standing shall be submitted to the General Secretary who will read it to the Board.
- 2. The Board shall hear evidence supporting or rebutting the charges, and then determine whether or not the allegations are grave enough to be presented to the general house for discussion and voting.
- 3. If the petition is grave enough and therefore presented to the general house, the general house shall discuss and vote on the officer's removal. A 2/3rd vote of members present shall be enough to determine the removal of the officer.
- 4. If the Board of Directors finds the allegations not to be grave enough, then a report with recommendations to that effect shall be read to the general meeting.
- 5. The whole process from the date of submission of the petition to the final stage of the voting or the reading of the Board of Directors' report to the general house shall not be more than three (3) months or one general meeting

b. Resignation:

1. An official of the association may resign from his/her position by submitting a resignation letter to the President of the Association thirty (30) days prior to the effective date of the resignation. The General Secretary shall, within seven (7) days of receiving the letter, submit it to the Board Members for appropriate action.
2. In case of the resignation of the President of the Association, the President shall submit his/her resignation letter to the General Secretary of the Association thirty (30) days prior to the effective date of the resignation. The General Secretary shall, within seven (7) days of such, submit it to the Board Members for appropriate action.
3. In such an event, the Vice-President shall be elevated to become the new President by the Board of Directors. The Board shall also appoint an active member of the Association to act as Vice President pending an election, the timing of which shall be determined at the next General Meeting.
4. In the event of the General Secretary's resignation, one of the other officers will act on his behalf until a substantive Secretary is elected

Upon the resignation of an officer other than the President and/or General Secretary, the Board shall appoint a member in good standing to act in the position vacated, pending an election, the timing of which shall be determined at the next general Meeting.

ARTICLE XII.

AMENDMENT OF CONSTITUTION

Any member of the Association who desires to have the constitution amended shall, in writing, make this known to the Executive Council which shall review and make recommendations to proceed and/or deny such request. The Executive Members shall then make this information available to all members of the Association.

The general assembly is vested with the power of amending any section of the constitution by a two third (2/3rd) majority of eligible voters present at an Annual general meeting

ARTICLE XIII
DESOLUTION

Upon dissolution of the Foundation, the board of trustees shall, after paying or making provision for the payment of all liabilities of the Foundation, dispose of the remaining assets of the foundation exclusively for one or more exempt purposes, within the meaning of Section 501©(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future Federal Tax Code), or shall be disposed of by order of the Superior Court of the State of New Jersey in the judicial district where the principal office of the Foundation is then located, exclusively for such purpose or to such organizations organized and operated exclusively for such purposes as said court shall determine

Signed

Secretary Date_____

President Date_____
