

THE CONSTITUTION

OF

YABA COLLEGE OF TECHNOLOGY
ALUMNI ASSOCIATION.

YABA, LAGOS

(2020)

TABLE OF CONTENTS

	PAGE
Preamble	3
Definition & Interpretation.	3
Article I: General Provisions.	3
Article II: Aims & Objectives.	4
Article III: Membership.	5
Article IV: Appointment, Powers, Duties, Tenure of office and Replacement of Trustees.	8
Article V: The use and custody of the Common Seal.	11
Article VI: Meetings of the Association.	12
Article VII: Organs of the Association.	17
Article VIII: Finance.	29
Article IX: Accounts and Auditing.	31
Article X: Election of officers and Bye-Elections.	32
Article XI: Disciplinary Matters.	34
Article XII: Disqualification of Members of the National Council and Service and Vacant Positions	38
Article XIII: Technical, Technological and Professional Training	39
Article XIV: Representation of External Bodies.	39
Article XV: Affiliation and Reciprocity with other National and International Association.	40
Article XVI: Establishment of Directorates and Subsidiaries.	40
Article XVII: Rules of Professional Conduct.	41
SPECIAL CLAUSE	42
Article XVIII: Adoption and Amendments to the Constitution.	43

PREAMBLE:

- A. IN ORDER TO further the development of YABA COLLEGE OF TECHNOLOGY and ensure an enduring friendship, love, co-operation and fraternal relationship among all Alumni.
- B. IN PURSUIT of the Aims and Objectives of the Association as stated in this Constitution.
- C. WHEREAS the Association possesses the opportunities and the means for furthering the said Aims and Objectives.

We, members of the YABA COLLEGE OF TECHNOLOGY ALUMNI ASSOCIATION do hereby ordain and give ourselves the following Constitution.

DEFINITIONS AND INTERPRETATION.

- a. Terms and Words used in this Constitution except where specifically defined, shall have their plain ordinary meaning.

ARTICLE I.

GENERAL PROVISIONS

- Section 1.1** This Association shall be known as YABA COLLEGE OF TECHNOLOGY ALUMNI ASSOCIATION which shall hereinafter be referred to as “the Association” and this name shall be used for the Association in all its businesses, transactions, including its dealings with any or all the members with any government or other organizations.
- Section 1.2** The Association shall hold the exclusive right to the above mentioned name and shall own the trademark and service mark to that name, and any logo designed thereof.
- Section 1.3** No member of The Association or any group of persons whatsoever shall have the right to appropriate the name of the Association in whole or in part for personal use. And all uses of the name must be in furtherance of the purposes and objectives of THE ASSOCIATION and consistent with this constitution.
- Section 1.4** No member, section or sub-group of the Association or any person whatsoever claiming in trust for any group of YCT alumni shall have the right to appropriate the name of the Association in whole or in part to register with the Corporate Affairs Commission for use as an autonomous corporate entity or any use whatsoever, even where the use is in furtherance of the purposes and objectives of THE ASSOCIATION and consistent with this constitution.
- Section 1.5** Change in the name of the ASSOCIATION shall be treated as a fundamental transaction and shall require the public notification of all members in a widely circulated national media and thereafter two-third(2/3) majority of the members voting at every stage of all required proceedings connected with the change of name of the Association.

NATURE OF THE ASSOCIATION

Section 1.6 The Association shall be a non-profit organization and hence shall not distribute its assets or revenue thereafter in form of dividends to the members of The Association.

LOCATION

Section 1.7 The Headquarters of The Association shall be located at the “Alumni Building”, Yaba College of Technology premises, Yaba, Lagos State or in such other places within Nigeria, and the world as The Association shall determine from time to time.

ARTICLE II

AIMS AND OBJECTIVES

Section 2.0 The aims for which YABA COLLEGE OF TECHNOLOGY ALUMNI ASSOCIATION is established are:

Section 2.1 To further the development of technical and professional education obtained by alumni from the Alma mater, Yaba College of Technology, and to give back considerable support towards the structural, academic and general growth of the Institution.

Section 2.2 To inculcate a healthy work and life attitude in outgoing students and to provide an after-school support structure for them in their various endeavors in life.

Section 2.3 To enhance alumni or Association members’ individual and collective socio-economic network for their particular benefits and the general benefit of the Alma mater – Yaba College of Technology and the larger global community.

Section 2.4 In pursuance of these aims, The Association shall and thereby do commit itself to the following objectives:

- (a) To raise, establish and manage funds for the upkeep of the Association.
- (b) To conduct, organize, supervise from time to time, alone or jointly with other institutions or groups of individuals; researches, surveys, seminars, conferences, workshops, exhibitions, symposia; on any or several issues or subject-matters whether in the field of Technology, Sciences, Arts, Government, Business or any field of knowledge whatsoever that the Association deems proper.
- (c) To prepare or compile reports, data and information whether in connection with research, surveys, seminars, symposia; organized by the Association or by any other person or organization; on any topic or subject-matter whatsoever, and to disseminate the same in any manner the Association may deem proper from time to time.
- (d) To organize and supervise from time to time, alone or jointly with other institutions or groups of individuals; programs, workshop, public lectures, studies, diagnostic surveys and public opinion evaluations; for the purpose of creating awareness among Nigerian populace or any segment thereof, on topics including but not limited to moral and educational instructions,

health and hygiene, the environment, technology advancement, the economy, governance, public institutions and policy.

- (e) To provide, alone or jointly with other institutions or groups of individuals, a platform for public debate and discourse on issues and matters of public importance.
- (f) To provide, alone or jointly with other institutions or groups of individuals, general advisory, professional, or technical services or assistance to Yaba College of Technology, the Government of Nigeria or Government of any State or any Local Government Authority in Nigeria or any public institution in Nigeria or any person or organization, in respect of matters over which the Association deems itself competent and well-informed.
- (g) To own, lease or otherwise carry out transactions in respect of equipment and property and property rights in connection with its objectives, including but not limited to the ownership or operation of a research institute, computers and other aspects of information technology copyrights to works done by the organization, office space, classrooms and educational complexes, rights in relation to television and radio air-time, newspaper slots, log and trade or service marks, poster and billboards.
- (h) To liaise, as it shall deem fit from time to time with any of several international Associations and/or Association located within Nigeria or abroad for the purpose of pursuing any or more of the aims and objectives herein specified.
- (i) Subject to any limitations or restrictions imposed by law or by the constitution to have and exercise all the general rights, privileges and power specified in the foregoing sections and subsections.
- (j) To do everything necessary, proper, advisable or convenient for the accomplishment of any or all of the objectives, or the attainment of any or all of the objects or the furtherance of any or all of powers herein set for the Association and to do every other act and thing incidental thereto or connected therewith, which is not forbidden by laws of the Federal Republic of Nigeria, or by the provisions of the constitution of the Association and which act or thing is generally consistent with the global best practices applicable to similar Association in the international community.

Section 2.5 The foregoing section and sub-sections shall be construed as objectives and as well as powers, and the matters expressed in each sub-section shall unless otherwise expressly provided, be in no wise limited by reference to or inference from, the terms of any other sub-section, each of such sub-sections being regarded as creating independent powers and objectives in any of such sub-sections, or the scope of general powers of the Association created thereby nor shall the expression of one thing be deemed to exclude another not expressed, whether or not it be of like nature.

ARTICLE III

MEMBERSHIP

Section 3.0 Membership of the Association is open to all Alumni of Yaba College of Technology and Yaba Technical Institute (as it was then known) and any other persons as permitted by this Constitution.

Section 3.1 Notwithstanding the provisions of section 3.0, a MEMBER is that person;

- (i) Who has been duly registered with the Association having met the prescribed requirements
- (ii) Who is of exemplary character, integrity, and good public image; and
- (iii) Who has not been deregistered in the prescribed manner provided for in this constitution or any bye-laws of The Association.

Section 3.2 CATEGORIES AND DEFINITION OF MEMBERS:

- (i) **FULL MEMBER-** a duly registered old student of Yaba College of Technology and Yaba Technical Institute; and other name/s by which the institution shall, in future, be known.
 - a) Elder: A duly registered member above the age of 70 years who shall have applied and shall be duly approved for the category.
 - b) Fellow: A duly registered member who has distinguished himself in the society in his profession, research, invention, national service, service to the Association, international acclaim, business, etc. and has been elevated to that category by the National Executive Council.
 - c) Premium Member:

This category shall be sub-divided to

- 1. Platinum
- 2. Diamond and
- 3. Gold

This prestigious membership sub-division in descending order wherein the Platinum shall be the highest and shall be for a duly registered Full members who have distinguished themselves consistently in offering financial and/or other assistance of high magnitude to the Association, and who have been elevated to the category by the National Executive Council.

(ii) **HONORARY CATEGORIES MEMBER:**

Honorary Member category shall include the following:

- a) Honorary Member: - a person of honor, both nationally and internationally who in his/her humble way has consistently contributed to the progress of the Association and has shown as much commitment as would be expected of a committed member, who is admitted by the Annual General Meeting on the recommendation of the National Executive Council in accordance with section 3.0 of this constitution.
- b) Associate: An individual or corporate entity who has distinguished himself/itself with consistent beneficial interaction with the Association towards the achievements of the Association's aims and objectives.
- c) Honorary Fellow: An individual who has consistently interacted with the Association and its members and has been of immense assistance in such areas as training, technological development, research, inventions, finance, welfare and

progress of the Association and general assistance towards the achievement of the aims and objectives of the Association. Such persons shall include frontline national and international individuals who have distinguished themselves in training, technological development, research, inventions, promotion of best global ideas and corporate excellence.

- d) Affiliate: An individual or corporate in partnership with the Association towards the achievement of its aims and objectives.

3.3.0 CORPORATE FIRM/ASSOCIATION MEMBERSHIP

3.3.1 Condition of Membership

A Company firm or any reputable association, institution or organization will be eligible to be a corporate firm/Association member, if.

- i) It is duly registered with the Corporate Affairs Commission to do business in Nigeria.
- ii) It complies with government regulations and the labor laws of the nation.
- iii) It is a firm of consultants, company, research institute, product manufacturer, marketer, service provider especially but not limited to the area of Science and Technology.
- iv) It is an association, NGO, educational/Technical Training Institution etc. which may appear to the National Council to be able to assist in promoting the interest, aims and objectives of the Association.
- v) It has signed an M.O.U. of Corporate Firm/Association membership of the Association.

3.4 RETIRED MEMBER

1. The Association shall have retired members who shall be entitled to benefits and privileges of active financial members if he/she has been in fulfillment of his/her financial obligations to the association as and when due.
2. A full member shall qualify to apply for retired member status after 70 years of age if he has been a financial member for a minimum of 10 years.
3. The application shall be considered and approved at the discretion of the College of Elders.
4. The National Council or Joint Action Committee shall have the right to recommend the application of a member above the age of 70 years who though may not have satisfied the provisions in (i) above to the College of Elders for retired member status if the member has offered valuable and meritorious services to the Association.
5. Notwithstanding the proviso in sub-section 4 above, no member shall be qualified for retired member status unless he fulfils his financial obligations to the Association as and when due.
6. A retired member shall have all rights of a financial member including welfare and other benefits.
7. Special benefits of members shall from time to time be recommended and reviewed by the Joint Action Committee and/or Welfare Committee to the National Council which shall approve subject to the ratification of the Board of Trustees (BOT), which may call for a review when deemed necessary.

8. Where a Retired Member becomes elected to office, or is appointed to hold secretariat or Corporate Office position on behalf of the Association, he/she shall resume his financial obligations to the Association, same as every other active member

ARTICLE IV

APPOINTMENT, POWER, DUTIES, TENURE OF OFFICE AND

REPLACEMENT OF TRUSTEES

- Section 4.1** The Trustees of the Association for the purpose of the Companies and Allied Matters Act 1990, Part C, as amended or reenacted thereof, shall be eleven (11) in number and shall be elected at the Annual General Meeting of the Association.
- Section 4.2** Such trustees hereinafter referred to as “The Trustees” shall be known as “THE REGISTERED TRUSTEES OF YABA COLLEGE OF TECHNOLOGY ALUMNI ASSOCIATION.
- Section 4.3** A Trustee so elected shall continue to be in office until he or she resigns or is removed from office pursuant to the provisions of this constitution.
- Section 4.4.** Upon a vacancy occurring in the number of trustees the National Executive Council for the time being, shall appoint another eligible member of the Association to fill the vacancy, who shall hold the office until the next Annual General Meeting (AGM), where such appointment shall either be ratified or another eligible member elected as a replacement.
- Section 4.5** No trustee elected by the general meeting shall be removed from office unless:
- (a) He or she is given a written statement from the board of trustee as to the facts of and reasons for his or her removal.
 - (b) He or she is given an opportunity to address the Annual General Meeting in which his or her removal is to be effected, approved or ratified on the circumstances of his or her removal from the position of a trustee.
 - (c) The final decision as to the removal of the trustee shall be with the Annual General Meeting.
- Section 4.6** Where a trustee is removed in accordance with the foregoing section and the removal is affirmed by two third majority vote of the Annual General Meeting, the Annual General Meeting shall elect a replacement trustee as recommended by College of Elders so empowered to do so in Section 4.27 of the constitution.
- Section 4.7** Without prejudice to the foregoing, a person shall cease to be a trustee of the Association if he or she:
- (a) Resigns from his or her office.
 - (b) Ceases to be a member of the Association.
 - (c) Becomes a person of unsound mind having been so found by a court of competent jurisdiction
 - (d) Becomes an un-discharged bankrupt

- (e) Convicted of a criminal offence involving dishonesty by a court of competent jurisdiction within five (5) years of his/her proposed appointment
- (f) Is, upon compliance with Section 4.5 of this constitution, recommended for removal from office by a two-third (2/3) resolution of the trustees of the Association and ratified by the Annual General Meeting

DUTIES AND POWER OF TRUSTEES

- Section 4.8** Trustees shall have the duties, responsibilities and powers conferred on registered trustees by the laws of Federal Republic of Nigeria and in addition shall act as the Trustees of the Association and protect the good name of the Association, attend meetings and events organized or otherwise connected with the affairs of the Association as a prudent and reasonable Trustee should do.
- Section 4.9** The Trustees acting collectively shall be known as the Board of Trustees and the Board of Trustees or individual Trustee may advise the National Executive Council on any matter whatsoever that is connected with the affairs of the Association.
- Section 4.10** Trustees shall not receive salaries for their work in their position as Trustees of the Association; however adequate provision shall be made to compensate a trustee for expenses and inconvenience resulting from his or her activities in the capacity of a Trustee.
- Section 4.11** All documents to be executed by the Trustees shall be signed by their head and secretary or delegated representatives and sealed with the common seal.
- Section 4.12** The Trustees shall have power to accept and hold in trust, all land belonging to the ASSOCIATION and to acquire land on behalf of the ASSOCIATION subject to such condition as the constitution may impose.
- Section 4.13** The Trustees shall have the power to swear in elected officers and the National Executive Council who shall derive their authority from the swearing-in after every election into the National Executive Council.
- Section 4.14** The Trustees shall support the National Executive Council in the enforcement of discipline and maintenance of order in its administration towards the achievements of the Association's aims and objectives.
- Section 4.15** The Trustees shall have oversight functions on all assets and properties of the Association.
- Section 4.16** Whereas the National Executive Council shall have the right to invest the resources of the Association, it shall not establish companies and other agencies of the Association, without prior approval of the board of Trustees
- Section 4.17** The Board of Trustees shall have the right to ratify the Appointment of Top Management and Board of Directors of such establishments whose removal or termination of appointment shall be carried out only after prior consultation with and approval of the Board of Trustees.

- Section 4.18** The Trustees directly or through the College of Elders or National Executive Council shall have the right to take over the total control of assets and administration of any section, set, segment, etc. of the Association's membership at the instance of internal conflict within the group/s, capable of causing disintegration of that group and/or other groups within the membership of the Association.
- Section 4.19** The Trustees shall have the right solely and jointly with the National Executive Council as permitted by Corporate and Allied Matters Act or any other extant law to protect the provisions of this constitution and the autonomy of the Association from which ever corporate body, including Yaba College of Technology, its Governing Council, Department or any of its agencies.
- Section 4.20** The Trustees shall in cooperation with the College of Elders and the National Executive Council ensure the unity, well-being, survival and progress of the Association and protect it from actions capable of disintegrating the Association.
- Section 4.21** Pursuant to Article 4.20 above, the Board of Trustees directly or through the National Executive Council shall have the right to suspend the Executive Council of any segment, set, group, State-chapter and/or dissolve such a Council which commits acts capable of disintegrating the Association.
- Section 4.22** In case of situation of grievous nature involving disobedience to constituted authority within the membership of the Association, the Trustees, through the National Executive Council shall take control of that section of membership and resolve the situation. Where the disobedience is against the authority of the National Executive Council, the Trustees shall have the right to invoke the power of "Alumni Autonomy, Protection and Emergency" as provided in Article 18.2 of this constitution and their inherent powers as the Trustees of the whole Alumni body shall assist the National Executive Council to restore normalcy.
- Section 4.23** Where there is a report of proven grave misconduct involving the National Executive Council as a group, the Trustees shall investigate the matter and resolve it. If the council is found answerable, then the Trustees shall suspend the council and call an Emergency General Meeting or Extra Ordinary General Meeting to resolve the case. In case the meeting resolves to dissolve the council, the Trustees shall call or appoint election committee and call for election into the council within ninety (90) days of the dissolution.
- Section 4.24** The Trustees shall have the right to suspend or entertain an application to suspend part of or the entire constitution on emergency situation or in an expedient situation in the overall general interest of the Association, pending substantive action or approval at the next Annual, Emergency or Extra Ordinary General Meeting.
- Section 4.25** Board of Trustees shall hold its meeting independent of the National Executive Council meetings regularly at the instance of its Chairman and shall be briefed by the National Executive Council and heads of other establishments of the Association from time to time.
- Section 4.26** The Board of Trustees shall be the supreme authority of the Association and shall discharge its duties in accordance with the provisions of this constitution and shall have the power to intercede in the Association's affairs in consultation with the College of Elders and League of Past Officers in the overriding interest of the Association, without prejudice to or circumvention of the authority of the National Executive Council as the main organ for the administration of the Association.

- Section 4.27** The College of Elders shall appoint Trustees from members of the Association whose appointment shall be ratified at the Annual General meeting of the Association.
- Section 4.28** Such persons in 4.27above shall be reputable personalities who have distinguished themselves nationally or occupied positions or have the experience and capacity to guide and support the leadership of the Association and advance the interest of the Association and our Alma Mater.
- Section 4.29** The Chairman and Secretary of the Board of Trustees shall be appointed by the College of Elders and shall be elder statesmen who shall assist to further the interest of the Association nationally and internationally.
- Section 4.30** The Trustees shall hold office perpetually but a Trustee shall cease to hold office if he:
- a) Resigns his office OR
 - b) Cease to be a member of the Association OR
 - c) Becomes insane or demised
 - d) Is officially declared bankrupt due to ineffective performance and poor management.
 - e) No longer resident in Nigeria on a long time or permanent basis.
 - f) Behaves in a way the Association adjudges embarrassing and unbecoming of a Trustees.
 - g) Is convicted of a criminal offence involving dishonesty by a court of competent Jurisdiction.
 - h) Is recommended by College of Elders and National Executive Council for removal from Board of Trustees of the Association and ratified by a simple majority of members present at an Annual general Meeting in which the matter is stated in the agenda for the meeting and circulated along with the Notice of Meeting.
- Section 4.31** Upon a vacancy occurring in the membership of Trustees, the College of Elders shall appoint another Trustee to fill the vacancy, subject to the approval of the Board of Trustees
- Section 4.32** The Trustees on behalf of the Association shall have the power to acquire, purchase, lease, hire, grant, demise, alienate and otherwise dispose of the same and may do all other things with the authority of the National Executive Council in Consultation with the Joint Action Committee on behalf of the Association.
- Section 4.33** The Trustees may jointly sue and be sued on behalf of the Association.
- Section 4.34** A register of Trustees of the Association showing the names, addresses and any other particulars as may be required by the National Council shall be kept at the Association's National Secretariat.
- Section 4.35** The Trustees shall have a common seal.
- Section 4.36** All documents to be executed for the Association by the Trustees shall be signed and sealed by the Trustees.
- Section 4.37** Trustees shall have the power to call an Emergency Meeting of the Joint Action Committee; declare a STATE OF EMERGENCY and suspend the activities of the National Executive Council and immediately authorize the Officers of the College of Elders to assume its role or appoint an Independent Steering Committee to take the role of the National Executive Council, to run its affairs when deemed necessary to resolve sensitive issues which can affect the unity and stability of the Association.
- Section 4.38** The Board of Trustees in consultation with the National Council and/or the Joint Action Committee shall have the power to suspend any officer of the National Council, if deemed necessary to forestall interference with investigations relating to gross misconduct.

ARTICLE V

THE USE AND CUSTODY OF THE COMMON SEAL

Section 5.1 The common seal of the Association shall be used in the execution of document and agreements of the Association, and in furtherance of the legitimate businesses of the Association and the seal shall except in the case of forgery, serve as evidence of the official act of the Association.

Section 5.2 The common seal of the Association shall be kept in the custody of the President of the Association.

ARTICLE VI

MEETINGS OF THE ASSOCIATION

Section 6.1 the meetings of the Association shall be, but not limited to;

- i. ANNUAL GENERAL MEETING (AGM).
- ii. NATIONAL EXECUTIVE COUNCIL (NEC) MEETING.
- iii. BRANCH EXECUTIVE COUNCIL (BEC) MEETING.
- iv. EMERGENCY NEC OR BEC MEETING.
- v. EXTRA-ORDINARY ANNUAL GENERAL MEETING.
- vi. BOARD OF TRUSTEES MEETING.
- vii. COMMITTEE MEETING.
- viii. Set, Class, Year of graduation meetings
- ix. School/Dept. Affiliation meetings

Section 6.2 Annual General Meeting

- a) The Annual General Meeting of the Association consisting of all categories of member shall be called by the General Secretary at the instruction of the President and shall take place at a venue and date decided by the National Council in consultation and agreement with the Board of Trustees or by members who have voting rights at the preceding Annual General Meeting.
- b) The Annual General Meeting shall hold within 12 months after the last Annual General Meeting but if for unforeseen reasons it is unable to hold, it shall not exceed 15 months except for a National State of Emergency or any other event that makes it not conducive for majority of members to attend.
- c) There shall be an Annual General Meeting of all the members each calendar year on date and venue to be determined each year by the NEC provided that there shall be at least seven (7) months interval between any two general meetings.

- d) The Annual General Meeting shall be held at a time and place within Nigeria or conducted via electronic virtual information and communication technology where there is a law on social distance in place to be determined by the NEC.
- e) Notice of the Annual General Meeting shall be given in writing or electronically to all members not later than 30 days before the meeting date and each such notice shall disclose the venue, date, and agenda for the meeting.
- f) The Annual General Meeting shall be presided over by the President but where the President has not been appointed or is otherwise absent, then any of the Vice-President present at the meeting shall preside.
- g) At the Annual General Meeting, the NEC shall present a report on the state of the Association, its strategic mission and challenges ahead.
- h) Every Branch shall hold an Annual General Meeting at least 30-60 days before the National Annual General meeting of the Association and all branches shall submit written reports of their activities at every scheduled meeting of the State Chapters/National Executive Council.

A simple majority shall pass resolutions on all issues with the exception of the election of the Trustees and the amendment to the constitution, in which case or cases, a resolution shall be by two-third majority of those present at the time of voting.

- i) If and when National Executive Committee shall refuse to summon a meeting of the Annual General Meeting, the Board of Trustees shall be eligible to summon such a meeting and the decisions duly reached there shall bind the Association subject to conformity with provisions of the Constitution.

Section 6.3 Extra-Ordinary General Meeting

An Extra-Ordinary General Meeting of the Association may be conveyed by General Secretary only on the directive of the Chairman of the Board of Trustees of the Association as may be deemed necessary to discuss urgent matters affecting the Association.

Section 6.4 Emergency Meeting

- i) An emergency meeting of the Joint Action Committee shall be convened by the General Secretary on the directive of the President or Chairman of the College of Elders to discuss urgent matters affecting the Association.
- ii) An emergency meeting of the National Council shall be convened by the General Secretary of the College of Elders on the directive of the President, or the Chairman of the College of Elders, or the Chairman of the Board of Trustees, to discuss urgent matters affecting the Association.
- iii) An emergency meeting of the College of Elders shall be conveyed by the Secretary on the directive of the President, Chairman of the College of Elders, or the Chairman of the Board of Trustees, to discuss urgent matters affecting the Association.
- iv) An emergency meeting of the Council shall be called by the General Secretary on the directive of President, the Chairman of the College of Elders or the Chairman of the Board of Trustees to discuss urgent matters affecting the agencies, directorates and other establishment of the Association.

Section 6.5 Quorum

- i) For Council Meeting, five (5) members shall form a quorum.
- ii) For Annual General Meeting, one hundred (100) members shall form a quorum.
- iii) For an emergency Council Meeting, five (5) members shall form a quorum.
- iv) For Extra-Ordinary General Meeting, hundred (100) members shall form a quorum.
- vi) For Committee Meeting, three (3) members shall form a quorum.

Section 6.6 Conduct of Meetings

All meetings of the Association shall be conducted in accordance with the provisions of this Constitution.

Section 6.7 Meetings of other organs of the Association.

Section 6.7.1 With respect to the meeting of other organs such as the NEC and BOT, each meeting shall be conducted in accordance with the rules and procedure to be developed by the Organs, provided that such rules and procedures are consistent with basic elements of transparency and fair conduct, and consistent with the provisions of this constitution.

Section 6.7.2 Quorum of any meeting save AGM under this constitution shall be one-quarter (1/4) of eligible members. While for AGM, hundred (100) members present shall suffice to form a quorum.

Section 6.8 STANDING ORDERS

Section 6.8.1 Annual General Meeting

- i) The President shall preside at all Extra-Ordinary General Meeting and Annual General Meetings of the Association.
- ii) In his absence the 1st Vice President, or the 2nd Vice President or 3rd Vice President, in the order listed herein shall preside at the meeting.
- iii) Where the four (4) officers listed above fail to show up within one hour of the 1st section of the Annual General meeting, the meeting shall be adjourned to the following day.
- iv) Where the four (4) officers still fail to show up on the 2nd day of the Annual General Meeting, the meeting shall be chaired by the Chairman of the College of Elders or Vice Chairman I or Vice Chairman II of the College of Elders, or the Chairman of the Board of Trustees or any member of the Board of Trustee present at the AGM, or an appointee of the chairman of the Board of Trustee, in the stated order.
- v) The General Secretary in the circumstance shall convene a meeting of the Steering Committee of the College of Elders within one week, where the absence of the officials and the outcome of the meeting will be discussed and appropriate decision taken and another Annual General Meeting convened within 90 days if deemed necessary by the College of Elders.

- vi) The President shall formally declare meetings open and close as appropriate, except where sub-section 6.8.1 (ii-iv) above applies, wherein the sitting/appointed chairman shall formally declare the meeting open and close.

Section 6.9 National Council Meeting

- i) The President shall be the Chairman at all Council Meetings. In his absence, the first, second or third Vice President shall take the chair in the order listed.
- ii) In the absence of the above-mentioned officers within thirty minutes after the time scheduled for the meeting members present shall appoint a Chairman amongst those present for that meeting.
- iii) The Chairman shall formally declare the meeting open and close.
- iv) Unless otherwise determined five (5) members including the General Secretary or Assistant General Secretary I or II or the Treasurer of the Association shall form a quorum.

Section 6.10 Committee Meetings

- i) Committee Meetings shall be held as often as possible to resolve issues at hand.
- ii) The Chairman shall formally declare the meeting open and shall be responsible for conducting the meeting in accordance with the Association's Standing Orders and the provision of this Constitution.
- iii) Three members including one officer of the Committee shall form a quorum. In the absence of the Chairman within thirty minutes after the appointed time for the meeting, members present shall appoint a Chairman amongst officers of the Committee.
- iv) In the absence of officers of the Committee, the General Secretary or his appointee shall be Chairman of the meeting.

Section 6.11 Minutes of Meetings

- i) Where possible, minutes of previous Meeting shall be sent so as to reach members not later one-week after the meeting, it shall also be circulated at the meeting.
- ii) Where possible, minutes of Annual General Meeting/Extra-Ordinary General Meeting shall be sent so as to reach members not later than one month after the Annual General Meeting/Extra-Ordinary General Meeting.

Section 6.12 Order of Business

- i) Each member shall enter his name in the register of attendance at every meeting of the Association.
- ii) The minutes of the previous meeting of the Association shall be read and adopted as may be amended. After the minutes shall have been read and corrected, the Chairman shall call for a motion for adoption of the minutes upon which the Chairman and Secretary shall sign the minutes.
- iii) Meetings shall be conducted in accordance with the agenda of the day as be amended and approved by the members.
- iv) Any business not disposed of at a meeting shall be included on the agenda for the succeeding meeting.

Section 6.13 Rules of Address

- i) Members who intend to address the house shall indicate by raising up their hands and on recognition by the presiding officer shall address the house.
- ii) The Chairman shall have the power to curtail and stop a speech he considers unreasonably long and/or irrelevant.
- iii) All speeches shall be addressed to the Chairman and any question to another member shall be put through the Chairman.
- iv) At any time during the course of speech or debate, the Chairman may call for a motion to proceed to the next item without further debate and he shall be so obliged if the motion is seconded.

Section 6.14 Motions

Section 6.14.1 Motions without Notice

The following motions may be moved without notice at any meeting.

- i) For the adoption or otherwise of the Minutes of the previous meeting, or the report of any Committee.
- ii) For reading or answering any correspondence or other documents, and as to any action to be taken by the meeting thereon.
- iii) For the precedence of any particular business.
- iv) For putting a motion to vote forthwith.
- v) For suggesting any business for consideration at a subsequent meeting.
- vi) For the suspension of any parts of these Standing Orders.

Section 6.14.2 Motion without Debate

The following motions may be moved at any meeting without debate

- i. That the question be now put to vote.
- ii. That the meeting proceeds to the next business.

Section 6.15 Amendment

- i) No motion or amendment proposed by any member shall be open to discussion by the meeting until it has been seconded by one other member.
- ii) When an amendment has been proposed to any motion, no second amendment shall be taken into consideration until the first amendment has been disposed of. If that amendment be carried, it shall then become the motion before the meeting upon which a further amendment may be made.
- iii) All amendment must be relevant to the motion and must be stated to the Secretary for record, or be put in writing by the mover before he speaks thereon.

Section 6.16 Waiver

The Provision of this Constitution may be waived on a motion for waiver moved by a financial full member and supported by at least two (2) financial members in order to facilitate discussion at a general meeting.

Section 6.17 Restriction

- i) Except a quorum is formed, waiver cannot apply.

- ii) Waiver shall not serve as amendment or alteration of provisions of this Constitution.

Section 6.18 Voting

- i) Voting on issues at meetings shall be by show of hands or as may be decided in line with corporate diligent practice and the Chairman shall announce the result.
- ii) Upon the dissolution of the outgoing Council and other Committees, a Returning Officer and two scrutinizers shall be appointed for the purpose of directing the conduct of elections at the Annual General Meeting by the Board of Trustees.
- iii) Voting during elections shall be by secret ballot using ballot papers or other secret means in line with corporate diligent practice at the Annual General Meeting and the Returning Officer shall announce the result.
- iv) Only Financial full Members of the Association shall be entitled to vote and be voted for at the Annual General Meeting. In case of any equality of votes on issues at all meetings, the Chairman shall cast a deciding vote.
- v) In case of equality of votes during an election, the Returning Officer shall order a re-vote among financial members present.

ARTICLE VII.

ORGANS OF THE ASSOCIATION.

Section 7.1 There shall be the following organs of the association which shall administer the affairs of the association as provided for by this constitution:

- (i) BOARD OF TRUSTEES (BOT).
- (ii) COLLEGE OF ELDERS.
- (iii) LEAGUE OF PAST OFFICERS
- (iv) NATIONAL EXECUTIVE COUNCIL (NEC).
- (v) JOINT ACTION COMMITTEE.
- (vi) SERVICE COUNCIL.
- (vii) STANDING COMMITTEES.
- (viii) BRANCH EXECUTIVE COUNCIL (BEC).

Section 7.2 BOARD OF TRUSTEES (BOT): There shall be a Board of Trustees which shall operate as provided for in all the sections under Article IV of this Constitution.

Section 7.3 COLLEGE OF ELDERS

Section 7.3.1 General

There shall be a College of Elders of the Association.

- i) All full members admitted in accordance with provisions of this constitution shall be eligible for membership of the College of Elders.
- ii) The College of Elders shall consist of financial members of the Association above 70 years of age.

- iii) The College of Elders shall appoint its officers as listed in section 7.3.3 of the Constitution. The Chairman and the three (3) Vice Chairmen shall NOT be past Presidents of the Association.
- iv) It shall have scheduled regular meetings of its own and shall meet at the request by the Board of Trustees to review activities, monitor strategic programs of the Association, and mediate in conflicts, etc. as and when deemed necessary.
- v) The Chairman shall preside over its meetings. In the absence of the Chairman, the 1st Vice Chairman, and in his absence the 2nd Vice Chairman shall preside over the meeting of the College of Elders.
- vi) The Officers of the College of Elders shall hold office for a term of 3 years and for a maximum of two terms, and their tenure shall succeed that of the incumbent National Council.
- vii) It shall advise the National Council from time to time and shall brief the Board of Trustees from time to time and advice on strategic matters, continuity of purpose, policy and long-term planning.
- viii) It shall assist the National Council and Board of Trustees on matters that may be referred to it.
- ix) The College of Elders shall be the appellate body for conflict resolution within the Association.
- x) The Chairman of the College of Elders shall have the right to call meeting of the National Council through the National Secretariat as and when he deems fit for consultation and other issues in accordance with the provisions of this Constitution.
- xi) The opinion of the College of Elders shall be persuasive on the National Executive Council on Professional matters in case of conflicting opinion, save where incontrovertible proof to the contrary can be provided to the College of Elders to reconsider its opinion.
- xii) The College of Elders shall have the power to impeach any elected officer of the National Council or Service Council of the Association in line with the disciplinary procedure of the Association in Article XI of this Constitution and/or the Impeachment of Officers Procedure made pursuant to the Article, subject to the ratification of the Board of Trustees
- xiii) The College of Elders shall consider and approve the conferment of Elders status on members recommended by the National Secretariat, National Council and members of the Board of Trustees.
- xiv) A member elected into a position in the National Council shall cease to be members of the College of Elders for the period during which they remain as National Council members.
- xv) The College of Elders shall assess the performance of all elected officers of the National Council and Committee Chairmen and may consider and give awards of meritorious service to officers with outstanding performance.
- xvi) The College of Elders shall serve as reservoir of expertise and complement the efforts of the Think Thank for strategic advancement of the Association.
- xvii) The College of Elders shall present status Assessment and strategic expectation and projections to the Annual General Meeting.
- xviii) The College of Elders shall set standards to be achieved by other arms of the Association administration and shall facilitate the achievement of such targets and other

- targets that each arm may set for itself, in line with the aims and objectives of the Association and decision at the Annual General Meeting
- xix) The College of Elders shall support the National Council to give effect to the Association's communiqués and action plans from time to time.

Section 7.3.2 Council of Elders and Elders Committees

The College of Elders shall have officers which shall constitute the Council of Elders and shall have standing committees, comprising the following: -

Section 7.3.3 Officers of the Council of Elders.

- a. Chairman
- b. Deputy Chairman I – Shall be Chairman of the Development and Monitoring Committee
- c. Deputy Chairman II – Shall be Chairman of the Strategic Planning Committee
- d. Deputy Chairman III – Shall be Chairman of the Progress monitoring Committee
- e. Secretary
- f. Assistant Secretary I
- g. Assistant Secretary II
- h. Assistant Secretary III
- i. Treasurer
- j. Assistant Treasurer
- k. Financial Secretary
- l. Assistant Financial Secretary.
- f. Ex-officio members – 2 no
- g. Other officers as may be deemed necessary by the College of Elders.

Section 7.3.4 College of Elders Standing Committees

- (i) Subsidiary Development, Monitoring and Legal Matters
- (ii) Strategic Planning Committee
- (iii) Progress Monitoring Committee.

Section 7.4 LEAGUE OF PAST OFFICERS.

1. The Board of Trustees shall constitute the League of Past Officers which shall be subordinate to the Council of Elders and shall act in advisory capacity to all arms of the Association especially the College of Elders and the Board of Trustees and carry out responsibilities as shall be assigned to it by the College of Elders and/or the Board of Trustees from time to time.
2. It shall monitor activities of all groups and Councils and provide Early Warning Signals on activities and performances, assist in policy formulation/decision making and the regular review of the Strength, Weakness, Opportunities, Threats (SWOT) analysis of the Association.
3. The League of Past Officers shall monitor subsidiary and agency activities and shall be a source of independent opinions to Board of Trustees.

4. The League of Past Officers shall liaise with the Board of Trustees from time to time.
5. The membership of the League of Past Officers shall be open only to past officers recommended by the College of Elders to have performed meritoriously and were not impeached during their tenure. This is without prejudice to the recognition due to past Presidents and other officers at the Association's functions and gathering.

Section 7.5.0 NATIONAL EXECUTIVE COUNCIL (NEC)

There shall be a National Executive Council, hereinafter referred to as the NEC and made up of elected members except where this constitution otherwise provides. It shall be the governing body of the Association.

Section 7.5.1 The NEC shall be composed of the following officers:

- (i) President
- (ii) Immediate past president.
- (iii) 1st Vice President.
- (iv) 2nd Vice President.
- (v) 3rd Vice President.
- (vi) General Secretary.
- (vii) Assistant General Secretary 1.
- (viii) Assistant General Secretary 2.
- (ix) Assistant General Secretary 3.
- (x) Treasurer.
- (xi) Assistant Treasurer.
- (xii) Financial Secretary.
- (xiii) Assistant Financial Secretary.
- (xiv) Social Secretary.
- (xv) Assistant Social Secretary.
- (xvi) Publicity Secretary.
- (xvii) Assistant Publicity Secretary.
- (xviii) Ex-Officio Members (5).
- (xix) Chairmen of State Chapters.

Section 7.5.2 FUNCTIONS OF NEC MEMBERS:

- (i) **PRESIDENT:**
 - a) The president shall preside over the meetings of the NEC and the Association
 - b) The President shall work towards the achievement of the aims and objectives of the Association as provided in Article 7.5.2 of this constitution
 - c) The President shall monitor and control the activities of all branches and sub-groups of the Association, without prejudice to the independent roles of some organs of administration including the College of Elders, League of Past Officers and the Board of Trustees as provided in this constitution.
 - d) The president shall co-ordinate the activities of other members of the council.
 - e) The president shall be the official spokesman of the Association on the decisions of the NEC and that of the Annual General Meeting except when expressly delegated.

- f) The president shall be the representative of the Association the Governing Council of Yaba College of Technology and in all official forums.
- (ii) **1st, 2nd and 3rd VICE PRESIDENT:**
- a) The vice president shall assist the President in all his functions
 - b) The vice president shall perform the role of the President in his absence in the order of first, second and third vice president as situation may arise. arises.
- (iii) **GENERAL SECRETARY:**
- a) The General Secretary shall be responsible for the general secretariat duties of the Association
 - b) The General Secretary shall exercise control over all staff of the Secretariat.
 - c) The General Secretary shall convene all meetings of the Association on the directives of the President in accordance with the provisions of this constitution.
 - d) The General Secretary shall keep the minutes and records of such meetings.
 - e) He shall take proper custody of members' records, forms, applications, audited annual accounts of the Association, annual report of the Association and all related documents.
 - f) The General Secretary shall always be elected from the Branch where the Association's headquarters is situated.
- (iv) **ASSISTANT GENERAL SECRETARY 1, 2 & 3:**
- a) The Assistant General Secretary Shall assist the General Secretary in the performance of his duties as directed by him and in his absence.
 - b) The Assistant General Secretary shall perform the role of the General Secretary in his absence, in order of 1st, 2nd and 3rd Assistant General Secretary.
- (v) **TREASURER:**
- a) The Treasurer shall collect all monies from the Financial Secretary and bank same intact 48hours promptly.
 - b) The Treasurer shall keep proper records of all receipts and payments in such a way that such records can be audited annually.
 - c) The Treasurer shall prepare the Association's Annual Accounts and present same to the NEC and at the Annual General Meeting of the Association.
- (vi) **ASSISTANT TREASURER:** Shall assist the Treasurer in the performance of his duties as directed by him and in his absence.
- (vii) **FINANCIAL SECRETARY:**
- a) The Financial Secretary shall collect all monies on behalf of the Association and keep memorandum records of such collection.
 - b) The Financial Secretary shall hand-over all monies collected to the Treasurer within 48hours or the next working day of such collection, except where the Treasurer is not available, in which case, he can bank the money pending the Treasurer's arrival.
- (viii) **ASSISTANT FINANCIAL SECRETARY:** Shall assist the Financial Secretary in the performance of his duties as directed by him and in his absence.
- (ix) **SOCIAL SECRETARY:**
- a) Social Secretary shall be responsible for organizing all the social activities of the Association as may be decided by the NEC and directed by the President.
 - b) Social Secretary shall head a "Social Committee" for the effective execution of The Association's programs.
 - c) Social Secretary shall present a program of social activities for the consideration of the NEC.

- d) Social Secretary shall present a report of his activities to the Annual General Meeting.
- (x) **ASSISTANT SOCIAL SECRETARY:** Shall assist the Social Secretary in the performance of his duties as directed by him and in his absence.
- (xi) **PUBLICITY SECRETARY:**
 - a) The Publicity Secretary shall be responsible for the publicity of the Association's activities through all information media.
 - b) The Publicity Secretary shall be the Chairman of the 'Publicity Committee'.
 - c) The Publicity Secretary shall organize press releases, briefings, and conferences after due consultation with the President.
 - d) The Publicity Secretary shall ensure that such exercises are widely and effectively publicized.
- (xii) **ASSISTANT PUBLICITY SECRETARY:** Shall assist the Publicity Secretary in the performance of his duties as directed by him and in his absence.
- (xiii) **EX-OFFICIO MEMBERS:**
 - a) The immediate Past President of the Association shall be an automatic ex-officio member. There shall also be five (5) elected Ex-Officio members.
 - b) Their duties shall be as directed by the NEC.

Section 7.5.3 DUTIES AND POWERS OF THE NATIONAL EXECUTIVE COUNCIL

1. The National Executive Council shall be the main organ for the administration of the Association in line with the provision of this constitution.
2. The Council shall ensure the implementation of its policies, resolutions, decisions and other activities in line with the aims and objectives of the Association jointly, through individual and official capacities of its elected officers, committee members, BEC, groups, sub-groups, individual members, staff, agencies and establishments of the Association, consultants, agents, contractors, etc. as may be deemed necessary and shall operate with due diligence and generally accepted global corporate best practice.
3. The Council shall establish a membership structure and register every individual member, branches, sets, groups and sub-groups in line with the provisions of this constitution and the Membership and Registration Regulations pursuant to the provision of Article III of this constitution.
4. The Council shall have disciplinary rights over every individual member, groups, sub-groups and Executive Council of every of the subsets of the Association's membership, in line with the provisions of Article XI of this constitution.
5. The National Executive Council of the Association shall be sworn in and given the insignia of authority by the Board of Trustees after being duly elected in the presence of representative/s of the Board of Trustees
6. The Executive Council of the Association's sub-groups shall be sworn in and given the insignia of authority by the National Executive Council after being duly elected in the presence of representatives of the National Executive Council
7. The Council shall have the power for overall conflict resolution within the Association, same as the BEC, GEC, etc. shall have similar power within their sub-groups and shall do so through the finance and general-purpose committee, other committee that may be considered appropriate in the circumstance or may constitute a committee/s for the

- purpose, which shall investigate and make recommendation to the Council for final decision-making after satisfying corporate due diligence.
8. The National Executive Council shall have authority over all individual members, groups and sub-groups in its membership structure, and all the Executive Councils of the aforementioned subgroups and shall have the right to overrule the decisions of every group under the Association's membership as and when deemed necessary in the overall interest of the Association, except decisions of the College of Elders, Joint Action Committee and the Board of Trustees which shall remain in line with the provisions of this constitution.
 9. The National Executive Council shall hold any individual member or sub-group that acts contrary to the provisions of Article 7.5.3 sub-section 7&8 above guilty of violation of the constitution and he shall be subject to disciplinary action in line with the provisions of Article XI of this constitution.
 10. The Council shall maintain a register of all individual members, branches, groups, sets, etc. including every group of individuals who seek to operate under the name of "Yaba College of Technology Alumni Association" as a sub-group anywhere they may be globally.
 11. The National Executive Council shall have the power to declare a State of Emergency on any sub-group due to internal conflict of huge magnitude or due to any situation of grave implication and shall have the power to take over the administration of the sub-group, wherein the signatories to the Board of Trustee's accounts, shall be automatic signatories to the sub-group's account except the Board devolves the role to the signatories to the National Executive Council's, State Chapter's, College of Elders' account, or other appointees as may be practicable, until normalcy is restored to the sub-group.

Section 7.5.4 TENURE OF OFFICE OF NEC MEMBERS:

The NEC members shall be elected at the Annual General Meeting. They shall hold office for a term of three (3) years and may be re-elected for another term of same years provided that no member holds the same office for more than two consecutive terms.

Section 7.6.1 JOINT ACTION COMMITTEE

There shall be a Joint Action Committee comprising of the under listed, which shall hold meetings, immediately after elections and appointment of officers of the Association, hold or schedule regular meetings and others as may be, decided by the Board of Trustees and/or the National Council. The Committee shall perform the following duties:

- a) The Joint Action Committee shall assist the National Council and/or the Board of Trustees in strategic planning, monitoring and co-ordination of the Associations activities decision making and resolution of problems from time to time.
- b) The Joint Action Committee shall work to forestall inactivity of Statutory Committees, and shall compliment their roles, especially roles of committees that operate below expectations.

- c) The Joint Action Committee shall assist the National Council in prioritizing the Association's activities as may be presented by the statutory and other Committees. The following shall be members of Joint Action Committee:
 - i) Members of the National Council.
 - ii) Members of the Council of Elders
 - iii) The General Secretary (Secretary in Council)
 - iv) State Chapter Chairmen/Representatives and Chairmen of other sub-groups, Membership categories etc. that may be co-opted by the National Executive Council in view of directorates and agencies etc. established through the State Chapter or other sub-group.
 - v) Members of the Board of Trustees (In attendance)
 - vi) Chairman of the Standing Committees.
- d) The President and General Secretary shall be Chairman and Secretary at the Joint Action Committee Meetings.
- e) In their absence, the Chairman of the Steering Committee of the College of Elders, or in his absence, members present shall appoint a member of Steering Committee of the College of Elders present to be the Chairman.
- f) In the absence of the General Secretary, the Assistant General Secretary I, II, III in that order shall be Secretary at the meeting.

Section 7.6.1 Functions of Joint Action Committee

The function of the Joint Action Committee shall be to:

- i Set and review the strategy and sub-strategies for the Association.
- ii. Ensure effective division of labour, perfect understanding of roles, and synergy.
- iii. Proffer solutions to the Associations problems as may be deemed necessary from time to time.
- iv. Promote socio-political, national and international integration of the Association and its members.
- v. Ensure that resolutions, communiqués and action plans relevant to external agencies and government are acted upon.
- vi. To promote progress and prosperity of the Association, its Directorates, subsidiaries and members of the Association.
- vii. To promote the quality of education, welfare of students, worth/competence of graduates and general progress of Yaba College of Technology.
- viii. To assist the National Executive Council in achieving the aims and objectives of the Association.

Section 7.7 SERVICE COUNCIL

Section 7.7.1 (i) It shall be the responsibility of the Board of trustees to establish, register and ensure proper management of agencies, corporate, directorate, institutions and other establishments for the Association.

Section 7.7.1 (ii) The Trustees may vest the responsibility in 7.7.1.(I) above in the Council of Elders who shall consistently pursue the responsibility directly, and shall call for the services of any of the standing committees pursuant to their above stated responsibility from time to time.

Section 7.7.1 (iii)The Association shall have a Service Council which shall be responsible to the Board of Trustees, and shall assist the Board Trustees in policy formulation and decision making etc. especially in establishment, monitoring and control of the Association’s agencies, directorates, institutions and other establishments, including monitoring and coordination of the Association’s agency activities in general.

Section 7.7.1 (iv) The Service Council shall convene in advisory capacity to the College of Elders and the Board of Trustees.

Section 7.7.2 The Service Council shall comprise:

- i) Members of the Council or Elder
- ii) Members of the National Executive Council.
- iii) Chairmen of standing committees.
- iv) Heads of subsidiaries and establishments of the Association
- v) Consultants, specialist groups, specialist individuals, services providers, registered associates/affiliates /agent or representatives etc as may be co-opted into the Service Council by the Board of Trustees.
- vi) Members of the Board of Trustees (In attendance)

Section 7.7.3 Service Council Meeting

- i) The Chairman of the Council of Elders shall be the Chairman at Service Council Meetings.
- ii) In the absence of the Chairman; the hierarchy shall be followed as stated in Article7.3.3, for Officers of the Council of Elders.
- iii) Twenty (20) members of the Service Council including Five (5) members of the Board of Trustees, Four (4) members from the Council of Elders and Four (4) members of the National Executive Council.
- iv) In the absence of all the officers listed in Article7.3.3, the meeting shall be postponed, except in Emergency situation wherein the Chairman of the Board of Trustees shall be Chairman, or shall appoint the representative of the Board of Trustees present to be Chairman.
- vi) The Secretary of the College of Elders shall be Secretary at Service Council meetings.
- vii) In the absence of The Secretary, the 1st Assistant Secretary, or 2nd Assistant Secretary, in that order shall be Secretary.
- viii) The Chairman of the College of Elders shall schedule regular meetings of the Service Council, while the Chairman of the Board of Trustees shall schedule joint meetings of the Board and the Service Council as and when the need may arise.

Section 7.8 BRANCH EXECUTIVE COUNCIL (STATE, DISTRICT, ZONAL CHAPTER, UNITS, CLASS SETS ETC)

Section 7.8.1 BRANCH EXECUTIVE COUNCIL (BEC): There shall be the Branch Executive Council herein after referred to as BEC and made up of elected members of the Branch.

Section 7.8.2 State chapters, zones, districts, units, class sets and other sub groups of the Association shall be classified as branches of the Association.

Section 7.8.3 Sub-Groups Membership

Section 7.8.3.1 The Association shall establish and/or register sub-groups which shall exist at the pleasure of the Council and the Board of Trustees and shall all be deemed to be established by the National Executive Council after fulfilling conditions stipulated in the Membership and Registration Regulations and shall exist to complement the efforts and activities of the council in achieving the aims and objectives of the Association.

Section 7.8.3.2 Every former student of the College must be registered with the Association at the National Head Quarters before being eligible to register as a member of any of the Association's sub-group.

Section 7.8.3.3 Sub-groups, their councils and elected officers shall have duties and powers similar to those stipulated in this constitution, which shall be applicable to their own sub-groups only and under the authority of the National Executive Council.

Section 7.8.3.4 All sectional groups, segments, class units, sets, year of graduation, professional/business affiliation group, etc., that seek to operate under the name of the Association or in affiliation with the Association shall apply and be duly registered by the Association, and shall operate under the authority of the National Executive Council and by extension, the Trustees of the Association.

Section 7.8.3.5 No group of members of the Association or any group whatsoever shall have the right to appropriate the name of the Association in whole or in part to itself for any purpose whatsoever, except such a group is duly registered with the Association and is subject to the authority of the National Executive Council.

Section 7.8.4 Formation of State Chapter

There shall, where possible, be formed State, District, Zonal Chapters or Units of the Association and there shall be only one State Chapter recognized by the Association in any state of the Federation and the Federal Capital territory of Nigeria, whereas there shall be as many other sub-groups as possible under the control of the State Chapter.

- i. An application to the National Secretariat for the formation of a State Chapter/Zone, Unit etc shall be made on the Association's standard form for this purpose.
- ii. The State Chapter may grant permission for the formation of a sub-group within the Chapter, as it deems fit, subject to the retrospective approval of the National Council.
- iii. Approval for the formation of a State Chapter or any sub-group shall be conveyed in writing by the National Secretariat.
- iv. Only members of the Association registered with the National Secretariat shall be admitted to the membership of a State Chapter or any sub-group of the Association.
- v. The bye-laws of a State Chapter or sub-group shall not be in conflict with any provision of the Association's Constitution. In event of a conflict between the constitution and bye-laws, the Constitution shall take precedence.

- vi. The letter-heads and all other identity/image representation items of a Chapter or any other sub-group shall be in line with the format, logo etc of the National Secretariat and the name of the Chapter/Sub-group must be boldly and clearly stated on it, and shall be approved by the National Secretariat.

Section 7.8.5 Suspension or Withdrawal of Association's recognition

- i. The National Council shall have the right to suspend the activities of a State Chapter or any other sub-group that derive its operations from the Association's hitherto approval which is deemed to have misrepresented the Association or breach the Constitution or Code of Conduct of the Association, or whose activities are in conflict with the aims and objectives of the Association, capable of disintegrating the Association or which refuses to submit to the authority of the National Council, Joint Action Committee, College of Elders or Board of Trustees pending resolution of the situation or withdrawal of the groups recognition in lines with disciplinary provisions of this Constitution.
- ii. Upon receipt of a petition from the National Council, the Joint Action Committee, or the College of Elders, the Board of Trustees reserves the right to withdraw the Association's recognition to a State Chapter, or any other sub-group which has breach the Constitution and/or Code of Conduct of the Association.
- iii. A State Chapter whose recognition is suspended shall be notified in writing by the Secretariat and shall be entitled to a full hearing of its case by the National Council, College of Elders or the Joint Action Committee or the Board of Trustees, which is appropriate of a suspended State Chapter or Sub-group.
- iv. The General Secretary shall present the case for reinstatement of the recognition through the President to the College of Elders to the Joint Action Committee when the chapters etc. has been cleared, pardoned and/or when adequate remedial steps have been taken.
- v. State Chapters shall obtain the approval of the National Council in writing before granting honorary Membership status to any person.

Section 7.8.6 State or Zonal Representative

A State or Zonal Chairman of the Association's chapters shall be elected at the state chapter's Annual General Meeting or where vacuum of membership appointed exists, he shall be elected based on his activities and commitment to the Association and:

- i) He shall work directly with the National Secretariat in running the affairs of the State Chapter.
- ii) He shall co-ordinate the activities of his state chapter and assists all sub-groups in his state or zone including visits, Seminars, Meeting, Workshops etc.
- iii) He shall be responsible for organizing joint meetings of all members and sub-groups in his State Chapter, and joint activities of the State Chapter in consultation with the National Council
- iv) He shall give report of the activities of his State Chapter, Zone, which shall be written, signed by the Chapter/Zonal Chairman and Secretary to the National General Secretary, minimum seven (7) days before National Executive Council meeting.
- v) A member who so desires may apply to be appointed as State Chapter Chairmen or Sub-group representative, while the General Secretary shall have the right to Solicit the services of interested members in such capacity subject to the retroactive ratification of the National Council, in situations where dearth of membership exist.

- vi) The State Chapter Chairman shall have been a full member of the Association for, at least three years. Any member so elected into the Executive Committee with less than the prescribed years of full membership shall hold such a position on a pro tem basis as State Chapter representative.
- vii) The bye-laws of a State Chapter or any other Sub-group shall not be in conflict with any provision of this constitution, and bye-laws of the Association.
- viii) A statutory Committee of the Association may delegate certain functions to the corresponding Committee at the Chapter/Sub-group level

Section 7.8.7 Function of the State Chapters/Districts/Zones/Units and other sub-groups.

- i. All State Chapters, Zonal, District, Unit set and other Sub-groups of the Association shall be deemed as extensions of the National Secretariat and shall streamline and integrate their activities in line with those of the National Secretariat.
- ii. The Management of all State/Zonal Chapters etc and other Sub-groups shall be deemed to be under the control of the National Secretariat and shall be vested in the Executive Council of the state, zonal, unit chapter etc.
- iii. Sub-groups shall engage in activities in line with the aims and objectives of the Association and in consistency with the provisions of this constitution, provided such activities have been approved and streamlined with other activities of the Association.
- iv. The National Executive Council shall have the right to stipulate activities, assign or institute levies, responsibilities, projects and other activities on any or all sub-groups as may be deemed necessary from time to time.

Section 7.8.8 Chapter/Districts/Zones/Units and all other Sub-groups of the Association shall:

- i) Assist the National Secretariat in implementing the Association's policies as directed from time to time.
- ii) Engage in strategic activities and promotion of welfare and prosperity of the State Chapter, sub-group, the Association, individual members, and Yaba College of Technology as may be approved by the National Council.
- iii) Promote membership growth in the State.
- iv) Promote socio-political integration and representation of the Association's interest within the State, including business networking among members, and partnerships as may be approved by the National Council.
- v) Organize Seminars, Conferences, Workshops and Short Courses on all topics relating to the aims and objectives of the Association.
- vi) Liaise with external agencies within the State or catchment area on behalf of the Association as may be directed by the National Council.
- vii) Creating awareness and support for the Association's activities.

Section 7.8.9 State Chapter/Sub-group Contribution to the National body

- i) Every State Chapter and every sub-group of the Association shall contribute to the growth of National body of the Association through the payment of annuity as may be determined by the National Council from time to time.
- ii) The said amount shall be paid to the National Secretariat not later than 31st of March of the succeeding year.

Section 7.8.10 Composition and Management

The BEC shall be composed of the following officers:

1. Chairman
2. Immediate Past Chairman
3. Vice Chairman I&II
4. General Secretary.
5. Assistant General Secretary.
6. Treasurer.
7. Financial Secretary.
8. Social Secretary.
9. Publicity Secretary.
10. Ex-officio 2-no

Section 7.8.10.1 Any National officer resident in a State shall be ex-officio member of the State/Branch Executive Committee.

Section 7.8.11 FUNCTIONS OF BEC MEMBERS:

These shall be same as applicable to the composition of NEC members in Section 7.5 above EXCEPT (i) where references are made to the Annual General Meeting, (ii) where President stands for Chairman and (iii) any matter exclusive to the NEC.

Section 7.8.11 TENURE OF OFFICE OF BEC MEMBERS:

This shall be as applicable in Section 7.6 above.

Section 7.9 STANDING COMMITTEE

- A. Standing Committee shall be permanent committee whose main function shall be the furtherance of the aims and objectives of the Association and as may be decided from time to time by the National Executive Committee. Each Committee shall comprise atleast 5 members and shall be headed by a Chairman who shall be a member of the National Executive Committee.
- B. The Standing Committee shall include:
 - a. Info-tech, research and development committee.
 - b. Quarterly newsletter committee.
 - c. Alumni directory committee.
 - d. Revenue and fund-raising committee.
 - e. Welfare and social committee.
 - f. Yabatech Campus Alumni project committee.
 - g. Finance and general-purpose committee.
 - h. Public relations and affiliations committee.
 - i. Constitution, policy and regulations committee.

- j. Think tank committee.
- k. Student affairs and education committee.
- l. Membership committee.
- m. Professional development committee.
- n. Anniversary and ceremonies committee.
- o. Sports committee.
- p. Technology and inventions committee.
- q. Projects and Consultancy Services Committee
- r. Any other committee as may be deemed necessary by the National Executive Council and approved by the Annual General Meeting from time to time.

ARTICLE VIII

Section 8.0 FINANCE

Section 8.1

The NEC shall have powers to raise funds within and outside the Association as may be deemed necessary and such funds shall be used in the overall interest of the objectives of the Association.

- i. The sources of fund to the Association shall consist of, but not limited to the subscriptions of members, donations, grants, legacies; bequest contributions, levies and proceeds from sales, endowments/other funds revenues from other activities and investments etc.
- ii. All monies of the Association at all levels including the National Secretariat, State Chapters and other sub-group shall be deposited into their respective bank accounts, while College of Elders shall have its separate bank accounts.
- iii. All categories of individual members, full or honorary shall have the responsibility to pay annual subscriptions, levies, donations and/or other financial contributions to the Association.
- iv. All categories of corporate entities and establishments registered under the membership of the Association shall pay annual subscription to the Association as may be determined from time to time by the National Executive Council.
- v. The National Executive Council shall collect Alumni dues from all graduating students of Yaba College of Technology full-time or Part-time, the amount of which shall be determined from time to time by the National Executive Council of the Association.
- vi. The NEC may initiate and invest in revenue-yielding ventures provided such ventures are decided by a two-third majority of members present at the meeting.
- vii. Without prejudice to section 8.1(i) above, the Association may invest its resources in stocks and shares etc., in separate corporate entities or have registered corporate establishments for the purpose of revenue generation etc.

- viii. The Trustees, through the College of Elders shall have the power to establish separate companies and other corporate entities towards the fulfilment of the Association's aims and objectives and for revenue generation.
- ix. The Secretariat shall keep an imprest account, the disbursement of which shall be controlled by the General Secretary, who shall render Account to the Treasurer before re-imbursement. Similar procedure shall apply to all other group and sub-group accounts.
- x. The Banker/s of the Association shall be as authorized by a resolution of the Council, or the Resolution of the Board of Trustees in case of College of Elders account.
- xi. The signatories of the Association's Accounts shall be:
 - a) THE PRESIDENT, or Chairman in case of College of Elders or Branch accounts.
 - b) THE GENERAL SECRETARY, or Secretary in case of College of Elders or Branch accounts
 - c) THE TREASURER and the mandate for transactions with the Bank shall be the President/Chairman and any one of the other two (2) signatories.
- xii. The Financial Year of the Association shall be January to December of the year.

Section 8.2

- i) The Association may raise funds through general donations and levies on members, and/or other associates or the general public to fulfill its aims and objectives.
- ii) The Association may receive voluntary donations and grants from reasonable quarters, which shall be used for the smooth running of the Association.
- iii) All accounts of the Association's National Secretariat, College of Elders, Chapters, and other sub-groups and subsidiaries, Directorates etc. shall have a minimum of three (3) signatories including the President/Chairman, Secretary and Treasurer.
- iv) The Financial and accounting procedure of the Association shall be in line with due diligence and standard corporate practice.
- v) The Association shall engage in revenue generation activities especially those that are of value to the Association, Yaba College of Technology, including research, education, training, technological development, health, housing and welfare which shall be of paramount importance to the Association with emphasis on technological research, development and production.
- vi) The financial strategy of the Association shall from time to time be modeled in line with corporate best practice and shall be properly balanced among diligent asset acquisition; investment and expenditure patterns which also ensure good corporate image; good salaries, wages and conditions of service to employees; viable endowment and welfare funds for members; and good retirement/social benefits to members where possible.
Welfare:
- vii) The Association shall dedicate and invest a percentage of its revenue, the proceeds of which shall be used to provide business support schemes to financial Full Members, welfare and social benefits schemes where and when practicable, among other provisions.
- viii) A percentage of the total revenue of the Association as may be decided upon by a consensus of the National Council, Council of Elders and the Board of Trustees shall be vested in the Board of Trustees who in turn shall vest the funds in the College of Elders which shall have a separate bank accounts for the seamless operations and activities of the Board of Trustees and College of Elders as stated in this constitution.

- ix) For the purpose of the Consensus decision making, the Trustees shall facilitate adequate informing and understanding among all parties, and between the National Executive Council of Elders in particular to achieve convergence of opinion and agreement. Where there exists room for further compromise, the Board of Trustees shall decide.

Section 8.3 Subscriptions

- i) The Annual subscription of all categories of members and graduating Yaba College of Technology students shall from time to time be determined by the National Executive Council in consultation with the Joint Action Committee and ratified by a resolution at the Annual General Meeting or at Extra Ordinary General Meeting.
- ii) Annual subscription shall become due on 31st of January each year and shall be paid by 31st day of March, failing which a person ceases to enjoy the rights and privileges of a member.

Section 8.4 COLLECTION OF LOANS AND REVENUE COLLECTION

- i. The National Executive Council, Council of Elders and State Chapters shall NOT take a loan from the bank or any other source without the approval of the Board of Trustees same as any other sub-group of the Association shall NOT take a loan from the bank or any other source without the approval of the Board of Trustees through the National Executive Council/ Council of the State Chapter. This is without prejudice to collection of overdraft and soft operational loans, the limit of which shall be predetermined and reviewed from time to time by the Board of Trustees or the National Council whichever is appropriate.
- ii. The Board of Trustees, in consultation with the Council of Elders shall determine and collect revenue from the Association's agencies, directorate, Institutions and other establishments annually as may be considered necessary to pursue the aims and objectives of the Association.
- iii. Loan to or from the Association's establishment by the National Council or the Council of Elder shall be by due diligence and approval of the Board of Trustees.

Section 8.5 Suspension and Termination

- i) If a member continues to be in arrears of his annual dues for a period of one year, his membership may be suspended by the Council.
- ii) If the annual subscription of a member is in arrears for a maximum of three years, his membership shall automatically be terminated.
- iii) Termination of membership in respect of Article 8.5(ii) above shall be by the simple resolution at the National Council after appropriate notice by registered post must have been sent to the last known address, email address, WhatsApp phone line or any other means of communication as appropriate, of such a member within twenty-eight (28) days clear prior to the meeting of the Council at which the matter will be brought up for decision, informing him of the date of the National Council meeting and that his case will be dealt with under this rule.

Section 8.6 Renewal of Membership

The National Council may consider and re-instate a member whose membership had been terminated due to default in payment of dues or other financial obligations.

ARTICLE IX ACCOUNTS AND AUDITING.

Section 9.1

- a) The Association shall maintain accounting records which shall state with as much accuracy as possible all funds coming to the Association either in form of donations, dues and contributions from members, Corporate Bodies, Governments and their agencies and parastatals; earnings from investment and services rendered by the Association as well as the Expenditure of the Association.
- b) The Annual Accounts Report prepared by the Treasurer shall contain full disclosure of the assets and liabilities of the Association and a Management statement regarding the financial health of the Association. The unaudited accounts report and management statement shall be included in the notice of Annual General Meeting.
- c) The Annual General Meeting shall appoint an external auditor to audit the financial/accounts report of the Association and express formally a professional opinion.
- d) All accounting reports including those of Financial Secretary, Treasurer and Auditors shall be prepared in accordance with the universally accepted accounting standard.

ARTICLE X

ELECTION OF OFFICERS AND BYE-ELECTIONS.

Section 10.1

- i. Election of Officers into NEC and BEC shall take place at the Annual General Meeting and the Branch's End of Year Meeting respectively. The Board of Trustees, in the case of NEC, and Members present, in the case of BEC shall appoint an Electoral Committee to conduct the elections which shall be won by simple majority.
- ii. Election of officers of the National Executive Council shall be conducted after due notification of the Board of Trustees, same as State Chapters and other sub-groups shall conduct election of officers after due notification with the National Executive Council who, respectively, shall give approval for the dissolution of the Council and the conducting of elections in line with the provisions of this constitution.
- iii. The Electoral Committee shall have powers to set up guidelines for the conduct of the election; however, no person shall be eligible to contest for election unless:
 - a) He is of impeccable character.
 - b) He has not been suspended as a member within the last two (2) years preceding the date of closure of nomination for elections.
 - c) He is a financial member of at least two (2) years standing prior to the elections i.e. a member who has fulfilled all his financial obligations to the Association.
 - d) Only financial members shall be eligible to vote.

- iv. All petitions regarding elections into the National Executive Council shall be made to the Board of Trustees which shall adjudicate on the matter fairly and judiciously; the decision of the Board of Trustees shall be final.
- v. All petitions regarding elections into the State Executive Council or those of other sub-group shall be made to the National Executive Council which shall adjudicate on the matter fairly and judiciously.
- vi. The Electoral Committee appointed by the Board of Trustees/ National Executive Council shall have power to conduct a bye-election to any vacant office before the Annual General Meeting or such similar meeting in the branch. Such bye-election shall be conducted within a maximum of four (4) weeks after the declaration of an office vacant. The NEC or the BEC, as the case may be, shall have the power to appoint any member deemed competent to hold the vacant office in acting capacity pending a bye-election.
- vii. The Board of Trustees/ National Executive Council, respectively, shall appoint a Nominations and Elections Committee at least 60 days before the Annual General Meeting during which elections will be held.
- viii. All offices shall be honorary and officers shall be elected through secret ballot at the Association's Annual General Meeting and persons so elected shall hold office for a term of three (3) years.
- ix. Election shall be conducted into all offices of the Association including the post of President/Chairman of State Chapters and other sub-groups.
- x. Only Full members of the Association who must have served in the National Council, State Chapters and Committees or have carried out special assignments for the Association over a period of time acceptable to the National Executive Council and the Nominations and Elections Committee shall be eligible to contest for the post of President.
- xi. Such a member must have a record of commitment and meritorious service to the Association, at least during the period of his service in the National Council, State Chapter, Committee etc or during the assignments carried out for the Association. Only Full Financial members of the Association shall be eligible to seek election and be voted for during the Association's election. No member of the Association shall be elected into any post of the National Executive Council until he has satisfied the following conditions.
 - a) A minimum of 5 years full membership.
 - b) Demonstrate evidence of meritorious service to the Association individually and/or in standing Committee (s) of the Association either at Unit, Class Set, Zonal, State, or national level.
 - c) Demonstrate due diligence in the payment of his annual dues and other financial obligations to the Association over the years since becoming a member.
 - d) Being in fulfillment of his annual dues, the dues having been diligently paid annually as and when due, rather than in lump sum arrears especially in the year the elections will be held.
 - e) Being in default of either Article 8.5(ii) or Article X, section 10.1, xi(d) above, he has fulfilled the conditions stipulated by the National Council for pardon and waiver of the clause pursuant to section 8.6 above to allow him seek election, provided his dues in the past five years had been paid annually as and when due, instead of lump sum payment in arrears.
- xii. Persons who intend to run for the Council Offices shall have been nominated and seconded by a full financial member of the Association at least, 30 days before the Annual General Meeting

and such persons must have expressed their willingness to serve in the proposed capacity if elected.

- xiii. The list of contestants shall be made public and pasted on the Association's notice board one week before the Annual General Meeting by the Nominations and Election Committee.
- xiv. The list shall also be posted on the Association's website, pasted at a conspicuous place at the venue of the Annual Conference at least, twenty-four hours before the Annual General Meeting, posted on membership social media platforms or printed and distributed to members upon registering to attend the meeting.
- xv. Officers of the National Executive Council shall not hold the same office for more than two consecutive terms.
- xvi. A Past President shall not contest or hold any elective office in the Association.
- xvii. A candidate seeking election to the post of President shall fulfill all the conditions laid down above and in addition, must have served as an elected officer of the National Executive Council.
- xviii. State Chapter executives and elected officers of other sub-groups shall have their names forwarded to the Council not later than one month after their election or two months after the sub-group has been approved.
- xix. A candidate seeking election shall submit his photograph, Curriculum vitae, manifesto and service record along with his nomination form.
- xx. There shall be no published campaign by a candidate before and during the election.
- xxi. Any member who is an employee or has vested interest in any form in a corporate body such that his/her action or inaction on sensitive matters may conflict with the interest of the Association or his/her employee or whose neutrality may be construed or misconstrued to be partisan unfair, detrimental, skewed and may be inadvertently construed as injurious to the interest of the Association or his employers, its affiliate or agencies such as Yaba College of Technology shall not be eligible to stand for election into the following offices:
 - a) PRESIDENT (NEC)/ CHAIRMAN (BEC)
 - b) 1ST VICE PRESIDENT (NEC).
 - c) GENERAL SECRETARY (NEC & BEC).
 - d) TREASURER (NEC & BEC)

ARTICLE XI

Section 11.0 DISCIPLINARY MATTERS.

INTRODUCTION

DISCIPLINARY COMMITTEE

FUNCTIONS

- i) All members of the Association shall be bound by the Rules of Conduct in this constitution and as may be additionally stipulated in Membership Rule of Conduct, made pursuant to this constitution.
- ii) Without prejudice to Article 7, the discipline of a member of the Association shall be the responsibility of the President and the National Council, the Executive Council of his sub-group, State chapter, etc in that order, College of Elders or the Board of Trustees in line with the provisions of this constitution.

- iii) The discipline of members of the National Executive Council shall be vested in the President and/or the College of Elders in line with Rules of Conduct of this constitution.
- iv) Where a member of the National Executive Council commits an offence which is outside the scope of the Rules of Conduct in Article (XVII) of this constitution or in other circumstances as the NEC may deem necessary, the NEC shall appoint a Disciplinary Committee, refer the case to the Finance and General Purpose Committee, the College of Elders, or the Board of Trustees.

Section 11.1 Procedure

- i. In the event of the establishment of a prima facie case against the member by the National Council, the Council shall apply an appropriate disciplinary action against such a member or under certain circumstances in accordance to provisions of this constitution, recommend an appropriate disciplinary action to the College of Elders which shall have the power to summon and apply disciplinary action on any member including members of the College of Elders when deemed necessary without prejudice to, or circumvention of the authority of the President and the National Executive Council in the administration and maintenance of discipline in the Association.
- ii. Upon receipt of a written petition by a member, or complaint referred to it by the National Council, Board of Trustees or the National Secretariat; the College of Elders shall consider the petition/complaint.
- iii. If the issue is considered worthy of investigation, the College of Elders shall forward a copy of the allegation/petition to the member concerned for his reaction. If, however, the College of Elders finds no sufficient merit/fact in the petition/complaint worth investigating, it shall so advise the petitioner/complainant.
- iv. The member whom the petition/complainant is made against shall be notified in writing and shall have 21 days to give a written reply to the committee. The notice shall contain details of the allegation/complainant.
- v. The committee shall consider the response and decide as follows:
 - a) That the respondent has no case to answer.
 - b) That the response is a conclusive proof of the allegation/complaint.
 - c) That the allegation/complaint is misconstrued and lacks sufficient fact to warrant a disciplinary action or further investigation.
 - d) That the response needs further investigation.
- vi. Where the Committee decides (v) (d) above, the parties will be invited to meet with the Committee at a venue to be arranged by the Committee within 21 days from the date of response by the Respondent.
- vii. The Disciplinary Committee shall have power to extend the time within which a reply to the allegation/complaint is to be made or intention to appear personally is to be made and to alter the date of the meeting, adequate notice of such alternation being given to the member concerned.
- viii. Service of the notice shall be personal or by registered post to his last known address, email address, delivery confirmed WhatsApp message or any other means of communication acceptable to the National Council. Refusal and/or avoidance to sign for a letter addressed to him will constitute misconduct by a member.

- ix. The notice sent to the member concerned shall contain details of the allegation/complaint.
- x. Where the Committee decides (v) (a), it shall dismiss the allegation/complaint and so report to the College of Elders.
- xi. Where the Committee decides (v) (b) it shall make its recommendation to the college of Elders for action.
- xii. Where the Committee decides (v) (c) it shall dismiss the allegation/complaint and so report to the College of Elders.
- xiii. A member may make representation to College of Elders if he feels he has not been given a fair hearing, the Committee is biased, or the issues were not sufficiently investigated.
- xiv. Failure by an elected officer to give service regarding the duties constitutionally assigned to his post shall be construed as indiscipline and such a case shall be reported to the College of Elders through the National Council which shall have been briefed by the Finance and General Purpose Committee, for necessary disciplinary action or impeachment.
- xv. A member summoned to a Disciplinary Committee is expected to appear in person or together with his lawyer if he so desires except, he is evidently physically disabled, where then his legal representative may appear on his behalf.
- xvi. Upon serving the notice on him personally or by registered post to his last known address email etc of such notice of alleged misconduct, the member concerned may deliver to or send by registered post to the Committee, his written reply to the allegations or a notice to appear in person before the Committee as the case maybe.
- xvii. If the member concerned upon being required to do so makes a written reply, the Disciplinary Committee may upon consideration of the written reply make such recommendation as it deems fit in the circumstance, of their findings, to the College of Elders.
- xviii. Notwithstanding that a member so concerned has made a written reply to the allegation/complaint, the Disciplinary Committee may upon considering such reply require the member concerned to appear personally to substantiate, clarify his reply or defend himself personally before the Committee.
- xix. If the member concerned fails to reply or react to the invitation or summons of the Disciplinary Committee within the time stipulated the Committee may proceed to make such recommendations as it deems proper, acting on their findings upon the allegation/complaint or petition.
- xx. The committee shall make a written recommendation to the National Council or College of Elders whichever is applicable within specified days of the reference of a matter to the Committee.
- xxi. The National Council or the College of Elders on receipt of the recommendation shall review the recommendations and decide as follows:
 - i. Uphold all or some of the recommendations.
 - ii. Modify the recommendations as it deems fit.
 - iii. Reject the report and send it back to the Committee or set up Sub-Committee(s) or Panel(s) to study the report and make necessary recommendations.
- xxiii. The decision of the College of Elders shall be conveyed as soon as possible to the member concerned.

- xxiv. A member is at liberty to appeal to the College of Elders for a review of its decision, or appeal to the Board of Trustee to review the decision of the College of Elders and the Board shall so oblige.
- xxv. The decision of any Committee of the College of Elders or Board of Trustee shall be subject to ratification by the College of Elders or the Board of Trustee respectively.
- xxvi. The decision of the Board of Trustee shall be final on appeals and shall be conveyed as soon as possible to the member concerned by the Secretary of the Board of Trustees while the NEC shall be duly informed.
- xxvii. In all matters of Discipline, the person concerned must be given the opportunity to personally defend himself before the National Council, College of Elders or Board of Trustees whichever is concerned.
- xxviii. A decision to terminate the membership of a person shall be taken by the Board of Trustees in line with the provisions of this constitution and ratified at the Annual General Meeting.
- xxix. The AGM shall listen to the plea of the person concerned before taking a decision, which shall be by voting to be decided by simple majority of votes cast on the matter.
- xxx. If he fails to attend or send his legal counsel to represent him, having been duly informed in writing of the decision to terminate his membership and also notified of the date and venue of the Annual General Meetings during which his plea shall be considered, the Annual General Meeting shall ratify the termination of his membership.

Section 11.2 Measures

- i) Where the College of Elders resolves to suspend a member such a member shall not use any description implying membership of the Association during his suspension.
- ii) If the Annual General Meeting resolves to expel the member concerned the following shall apply from the date of such a resolution.
 - a) His name shall be struck off the register of the Association and he shall forfeit any subscription, levies, fees and other financial obligations paid as a member or entrance fee paid by him.
 - b) He shall cease for all purpose to be a member of the Association.
 - c) He shall not use any designations or descriptions implying membership of the Association.
 - d) He shall immediately return his letter and/or certificate and/or any evidence of membership thereof.
- iii) The name and address of members expelled in pursuance of this constitution and as well any other particulars as the Council shall think proper in relation to any criminal ~~the~~ offence committed and found guilty by the law courts shall be published in National Newspaper/ and/or other public media except the National Council and the Trustees resolve that it is not necessary to do so, while in case of suspension, such publication shall be limited to the Association's Journals, Newsletter and other media only.
- iv) Where any member who has been notified of the commencement of any proceedings against him under the provisions of these regulations forwards his letter of resignation of membership, the letter shall be rejected pending the completion of the committee's work. The Association shall further proceed to publish a notice of his expulsion, notwithstanding the purported resignation of his membership, if found guilty of an offence punishable by expulsion.

- v) Where a member who has been suspended under these regulations desire to have his rights and privilege restored to him, he shall be required to make application for the restoration of his rights of membership, and the application shall, if the suspension is on conditions, be referred to the Disciplinary Committee who may hold an inquiry and shall report to the College of Elders whether in their view the conditions shall have been complied with.
- vi) If an officer becomes impeached, his post shall be declared vacant and the National Council shall make a replacement in accordance with Section 10.1(vi) of this Constitution.

Section 11.3 Disciplinary Committee

- i. The Association shall at all times and at all levels of membership maintain high level of discipline. To this effect, there shall be a five (5) member Disciplinary Committee appointed by the NEC or BEC as the need arises. However, in the event that a member of the NEC or BEC is involved in a case of indiscipline, the Board of Trustees shall appoint the Disciplinary Committee. The appointer shall ensure that the committee is made up of members of high integrity and impeccable character.
- ii. At any meeting of the disciplinary committee, the Chairman and any other two members shall form a quorum.
- iii. The disciplinary committee shall be vested with the exclusive powers to investigate all cases of alleged misconduct as well as make appropriate recommendations to the NEC or BEC as the case may be. An appeal by the affected member may be made to the Board of Trustees whose decision shall be final.
- iv. Any member, against whom an allegation of misconduct is made, shall be notified in writing by the disciplinary committee and given ample opportunity to give a formal response to the allegation of misconduct within seven (7) days of the receipt of the notification. He shall thereafter be invited, if need be, to appear before the committee within seven (7) days of the receipt of the invitation. Notification or Invitation is deemed delivered when sent to the mail address of the member through a courier or the nation's Postal Service system.
- v. At all times, the disciplinary committee shall ensure strict compliance with the principle of fair hearing, however, where the member fails to honor the invitation of disciplinary committee, for reasons not acceptable to it, the disciplinary committee shall go ahead and make recommendations to the NEC or BEC, as the case may be, on sanctions to be meted against the member after due diligence.
- vi. On the receipt of the recommendations, the NEC or BEC, as the case may be, shall inform the affected member of its decisions within seven (7) days of the receipt of the recommendation from the Disciplinary Committee. Where the member is a member of NEC or BEC, as the case may be, he shall be exempted from the meeting where the recommendations are to be considered.
- vii. Disciplinary sanctions shall be, but not limited to, the followings: Expulsion, Suspension, Fine and Removal from office.
- viii. Any expelled member shall cease to be a member of the Association from the date of expulsion or the date the Appeal is nullified by the Board of Trustees and shall not be eligible for re-admission. He shall also forfeit all financial contributions, benefits and privileges.

Section 11.4 Appeals

The member whose conduct is being investigated shall have at least three grounds of appeal to the Service Council, National Council, College of Elders or the Board of Trustees as listed here under.

- i) Against the procedure at the hearing by a Committee.
- ii) Against the fact or extent of the disciplinary measure or plead for clemency of a higher authority, the College of Elders or Board of Trustees, who shall have power to exercise its discretion on the matter.
- iii) Against fairness of the decision and plead not guilty.

Section 11.5 Reinstatement

- i. The Council, College of Elders or Board of Trustees, whichever is concerned may reinstate a member who has been suspended, dismissed and or had his name struck out from the list of members, who on appealing to the National Council, College of Elders or Board of Trustees has been cleared, been found to have shown enough remorse and purged himself of the charges against him in addition to a written undertaking to be of good behavior.
- ii. Where it is determined that his suspension or dismissal was on wrong premises, he will be so informed and reinstated and a written undertaking of good behavior will not be necessary, provided that in case of reinstatement of membership of a dismissed member, the reinstatement shall be ratified by the Annual General Meeting.

ARTICLE XII

Section 12.0 DISQUALIFICATION OF MEMBERS OF THE NATIONAL COUNCIL AND SERVICE COUNCIL AND FILLING OF VACANT POSITIONS

Section 12.1

- a) The office of a member of the National Executive Council/Service Council/or Steering Committee of the College of Elders shall become vacated if:
 - i) He ceases to be a member of the Association.
 - ii) He ceases to hold office by virtue of any provision of the Constitution.
 - iii) By reason of misconduct, his name is struck off the list of members of the Association.
 - vi) For reasons of misconduct or nonperformance etc. he is found guilty and removed from his elective position in line with provisions of this Constitution.
 - v) He fails to attend three successive meetings of the Council/College without an acceptable, explanation or an advanced notice for such non-attendance.
 - vi) He becomes mentally incapacitated, or dies.
 - vii) He is officially declared bankrupt: or
 - viii) He is convicted of a criminal offence involving dishonesty by a tribunal or court of competent jurisdiction; or
 - x) He resigns his position from the elected office in the Council/Committee.
 - xi) His tenure expires.
- b) Any casual vacancy from the elective honorary offices may be filled by the National Council or College of Elders, as may be appropriate but the person so appointed shall

hold office for the remaining term of his predecessor where a bye election is deemed not necessary to be conducted as stipulated in section 10.1(vi) of the constitution because of cost or due to the nearness to the expiration of the tenure of such vacant office.

ARTICLE XIII

Section 13.1 TECHNICAL, TECHNOLOGICAL AND PROFESSIONAL TRAINING

- a) The Association shall establish or facilitate the establishment of training schools for practical technical, technological and professional training, and research institutions for the education, training and continuous professional development of members and the society at large.
- b) The Association shall establish technology research and development institutes for the development and production of technological and hi-tech equipment for industrial production and other uses of national/ international interest.
- c) The Association shall encourage and when practicable offer assistance as may be appropriate to members to advance their formal education to higher levels, and/or as may be specifically proposed and facilitated by the Association in the over-all interest of the Association.

ARTICLE XIV

Section 14.0 REPRESENTATION ON EXTERNAL BODIES

- a) The National Council and the College of Elders shall nominate Full financial Members to represent the Association on national and international matters, in boards, councils, commissions or other such positions as it may deem fit subject to the ratification of the Board of Trustees which shall have jurisdiction on representation of the Association.
- b) Representatives shall submit regular and/or periodic reports of the activities of such bodies, individually or severally as the case may be to the General Secretary of the Association who shall forward to the National Council, College of Elders and the Board of Trustees.
- c) Members representing the Association on any organization shall retain their position on such organization only at the pleasure of the Board of Trustees and in accordance with the provisions of this constitution and Bye Laws made pursuant to them.
- d) Re-appointment of a representative at the end of his tenure is at the discretion of the Board of Trustees in consultation with the National Executive Council and the College of Elders.

ARTICLE XV

Section 15.0 AFFILIATION AND RECIPROCITY WITH OTHER NATIONAL OR INTERNATIONAL ASSOCIATIONS

- a) The Association shall remain independent of all political, ethnic, cultural or religious organizations and shall maintain neutrality in all cases of politics, ethnicity, culture and religion or other volatile and explosive issues and activities.

- b) The National Council may apply to affiliate with any national or international association etc whose aims and objectives, ethics, visions and aspirations are consistent with those of the Association, or whose activities will complement the Association's efforts towards the achievement of its aims and objectives, subject to the approval of the Board of Trustees.

ARTICLE XVI

Section 16.0 ESTABLISHMENT OF DIRECTORATES AND SUBSIDIARIES

Section 16.1 The Board of Trustees shall in consultation with, and/or through the College of Elders and/or the National Council establish subsidiaries and other agencies towards the planning, management, research, revenue generation and execution of the Association's activities of in furtherance of the aims and objectives of the Association.

Section 16.2 Appointment of Directors/management Staff/Board of Directors

- i) The appointment of Directors, Board of Directors and Top Management staff of the Association's directorate, companies shall be the prerogative of the Board of Trustees.
- ii) The power to suspend or terminate the appointment of the Directors and management staff so appointed shall reside in the Board of Trustees who shall investigate allegations and/or recommendation to that effect.

Section 16.3 Subsidiaries

- a) All the Association's subsidiaries shall have administrative and management structure in line with global best practice and shall be under the control and supervision of the Board of trustees who shall vest the authority in the College of Elders.
- b) The Directorates and other establishments of the Association shall be serviced by the National Secretariat and/or other establishments of the Association as the Board of Trustees may decide, until each shall have the capacity to be self-financing and viable enough to possess its own corporate identity as a subsidiary of the Association.

ARTICLE XVII

Section 17.0 RULES OF CONDUCT

Section 17.1 General

- a) All members of Yaba College of Technology Alumni Association are governed by its constitution, bye-laws and code of conducts, in addition to the general law of Nigeria. The objective of this Code of Conduct is to promote the standard of self-discipline required of members of the Association during interaction with each other in relationship with the constituted authority of the Association at different levels, relationship with Yaba College of Technology Management, other external corporate or individuals, and conduct of members in pursuance of socio economic activities in the interest of the Association, College of Technology, their clients and the general public.
- b) The purpose of this Code is to regularize the level of discipline and the behavior of all categories of member of the Association.

- c) The rules indicate the general standard of conduct to which all members must adhere. The National Council the College of Elders and the Board of Trustees, whichever is relevant to the case under consideration has been empowered under the powers vested in them to reprimand censure, suspend or expel a member who has been found guilty of an offence by a disciplinary Committee of the Association, or who has been judged to be in contravention of these rules of conduct.
- i. A member shall order his conduct so as to uphold the dignity standing and reputation of the Association.
 - ii. A member shall discharge his duties to the Association, and the general public with fidelity and probity. In particular, he shall ensure that when providing service to the Association at any level or when dealing with members in general or members of Committees, Council, College of Elders, Trustees, etc, or other sub groups of the Association, he shall order his attitudes and actions with comportment, diligence and fairness, and his advice shall be unbiased.
 - iii. A member shall at all-time be free from corruption or fraud.
 - iv. A member shall not maliciously or recklessly injure or attempt to injure whether directly or indirectly the reputation, prospect, or business fortunes of other members and he shall not undertake work in which another member has been previously engaged unless he is satisfied that all responsibilities to that member has been properly discharged.
 - v. A member shall act in a way that inspires confidence, respect and trust in his activities and his professional abilities as a whole and endeavor at all times to uphold the standing and reputation of the Association.
 - vi. A member shall not offer any financial inducement to secure election or appointment into office in the Association.
 - vii. A member who has been elected or appointed to position in the Association shall take full regard to the fact that he holds a privileged position in the Association and will be ready to use his competence, professional ability and integrity for the good of the Association, Yaba College of Technology and the public at large.
 - viii. A member shall order his activities in fulfilling his obligations and responsibilities to the Association and general interaction with other members, have full regard for the interest, prospect, progress and unity among members and shall not engage in activities that will incite, create disaffection, disunity and other negativities capable of causing distrust, disharmony, disunity or disintegration of the Association.
 - ix. A member who has complaints, dissatisfaction, misgiving or who has grievances against a member, an officer, a Committee or other constituted authority of the Association shall ventilate such grievances and seek redress through appropriate administrative machineries of the Association as may be appropriate, in accordance with provisions of this constitution.
 - x. A member shall at all times seek the progress, prosperity, socio-economic well-being, welfare and business prospect of other members, and shall seek, facilitates, and promote socio-economic networking among other members.
 - xi. A member shall at all times abide by and endeavor to secure the widest possible acceptance of these code of conducts.
 - xii. These rules shall apply to all categories of members of Yaba College of Technology Alumni Association.
 - xiii. No member shall seek redress over an issue whatsoever outside the Association without first ventilating his/her grievances within the provisions of this constitution by lodging

official complaints and following through via higher authorities within the Association for investigation and appropriate adjudications up to the level of the National Executive Council, College of Elders and/or the Board of Trustees.

ARTICLE XVII

SPECIAL CLAUSE

18.1 THE INCOME AND PROPERTY OF YABA COLLEGE OF TECHNOLOGY ALUMNI ASSOCIATION

18.1.1 Property, whenever derived, shall be applied solely towards the promotion of the rules and objectives of the ASSOCIATION as set forth in this CONSTITUTION, and no portion thereof shall be paid or transferred directly or indirectly, by way of dividends or otherwise whatsoever by way of profit, to the members of the ASSOCIATION. PROVIDED that nothing herein shall prevent the payment, in good faith of reasonable and proper remuneration to any officer or servant of the ASSOCIATION IN RETURN FOR ANY SERVICE ACTUALLY RENDERED to the ASSOCIATION so that no member of the Council or management or Governing Body or Trustee shall be appointed to any salaried office of the REGISTERED TRUSTEES OF YABA COLLEGE OF TECHNOLOGY ALUMNI ASSOCIATION or any officer of the REGISTERED TRUSTEES OF YABA COLLEGE OF TECHNOLOGY ALUMNI ASSOCIATION be paid fees, or his office attracts remunerations, or other benefit in money or money's worth shall be given by the REGISTERED TRUSTEES of the Association to any member of such Council or BOT or Trustee except repayment of out-of-pocket expenses or reasonable and proper rent for premises demised, or let to the REGISTERED TRUSTEES OF YABA COLLEGE OF TECHNOLOGY ALUMNI ASSOCIATION provided that the provision last aforesaid shall not apply to any payment of the money to any member of the Association or to any company to which a member of the Association has share holdings, for a job or professional or expert service carried out for the Association, having been subjected to due process.

18.1.2 That in case the Registered Trustees of YABA COLLEGE OF TECHNOLOGY ALUMNI ASSOCIATION winds up, that any property whatsoever, the same shall not be sold to or distributed among the members of the REGISTERED TRUSTEES OF YABA COLLEGE OF TECHNOLOGY ALUMNI ASSOCIATION but shall be given or transferred to some other institution or institutions having objectives similar to that of the REGISTERED TRUSTEES OF YABA COLLEGE OF TECHNOLOGY ALUMNI ASSOCIATION and the body or bodies are prohibited from distributing its or their income and property amongst its or their members to an extent at least as great as it is imposed on the REGISTERED TRUSTEES OF YABA COLLEGE OF TECHNOLOGY ALUMNI ASSOCIATION under or by virtue of the SPECIAL CLAUSE hereof, such institutions to be determined by the members of the REGISTERED TRUSTEES OF YABA COLLEGE OF TECHNOLOGY ALUMNI ASSOCIATION.

18.2 ALUMNI AUTONOMY, PROTECTION AND EMERGENCY

18.2.0 Incase of gross break down of order, accusation of gross misconduct involving the National Executive Council; internal aggravations; external aggression in collusion with members or sections of the Association's membership; or circumstances beyond the control of the National

Executive Council, which in the opinion of the Board of Trustees is capable of disintegrating the Association, causing grave danger to the existence, causing grave calamity to, or threatening the autonomy of the Association, the Board of Trustees shall declare a STATE OF EMERGENCY and the following shall apply:

18.2.1 The BOT shall empower the Steering Committee of the College of Elders to take control of the Association and resolve the situation within the shortest possible time

18.2.2 Where Article 18.2.1 above fails or is not applicable in the circumstance, the Board of Trustees shall appoint a CARETAKER a committee from among the membership to take control of the Association and resolve within the shortest possible time.

18.2.3 Where Articles 18.2.1 and 18.2.2 fail or are not applicable in the circumstance, the Board of Trustees shall take immediate necessary actions deemed most appropriate to resolve the matter

18.2.4 It shall be the responsibility of the Board of Trustees to restore normalcy and vacate the STATE OF EMERGENCY earlier imposed.

ARTICLE XVIII

Section 18.3 ADOPTION AND AMENDMENT OF THE CONSTITUTION

- a) This constitution may be amended by a resolution passed at the General Meeting by at least two-third of the majority of members present and voting and such amendment shall become operative immediately provided those present are not less than fifty (50), and provided the said meeting was called in accordance with the provisions of this constitution and subject to the approval of the Commission.
- b) A written notice of any motion to amend this Constitution shall be given to the National General Secretary at least ninety (90) days before the date of the General Meeting at which such motion is to be moved and notice thereof shall be given by the National Secretary to all members at least sixty (60) days before the date of the general meeting.
- c) **NO ADDITION**, alteration or amendment shall be made to or in the CONSTITUTION for the time being in force, unless the same have been previously submitted to the General Secretary who shall immediately forward to the Constitution, Policy and Regulations Committee which would then present motions and other compilations, if any, at the Annual General Meeting.

ADOPTION

This Constitution is hereby ADOPTED this _____ Day of _____ 2020.

Name: Pastor OLUWAFEMI MARTINS
Position: President

Signature: _____
Date: _____

Name: Bldr YEMI OSIBAJI
Position: General Secretary

Signature: _____
Date: _____

Wg Cdr S.O. AJAYI,
CHAIRMAN, BOARD OF TRUSTEES.