



# **Nigerian Library Association**

*Motto:* **KNOWLEDGE FOR DEVELOPMENT**

**REVISED CONSTITUTION**

*JUNE 2004*

**NIGERIAN LIBRARY ASSOCIATION**

**REVISED CONSTITUTION**

**AS AT**

**JUNE 2004**

# NIGERIAN LIBRARY ASSOCIATION REVISED CONSTITUTION 2004

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# CONSTITUTION OF THE NIGERIAN LIBRARY ASSOCIATION

In the construction of this Constitution, Librarians include Bibliographers, Information Scientists, Archivists and Indexers while words in the masculine gender include the feminine and words in the singular number include plural.

## ARTICLE 1

### PREAMBLE

**WHEREAS** there is need for an all embracing Association of Librarians, Archivists and Information Scientists in Nigeria for the purpose of consolidating the unity of the entire body of practitioners in the profession and of promoting their welfare in order to enable them contribute positively and effectively to the utilization of the educational, cultural and information resources of Nigeria and so enhance the dignity of man;

**AND** whereas there is need for an Association dedicated to the preservation, exploitation and dissemination of information and the maintenance of standards, conditions and an atmosphere conducive to learning, research and recreation;

**WE**, the Nigerian Librarians DO HEREBY MAKE, ENACT AND GIVE OURSELVLES this Constitution.

The name of the Association shall be the 'NIGERIAN LIBRARY ASSOCIATION' hereby referred to as 'the Association'.

**OBJECTIVES:** The objectives of the Association shall be:

- 1.1 To unite all persons interested in libraries and librarianship, archival and information sciences by holding conferences, meetings, issuing publications and any other means;
- 1.2 To safeguard and promote the professional interests of librarians, archivists and information scientists and the establishment and development of libraries, information and resource centres;
- 1.3 To provide support in the establishment and maintenance of standards for the education and certification of librarians, archivist and information scientists;
- 1.4 To influence legislation and policies on libraries and information centres and to assist in the promotion of such legislation as may be considered necessary for the establishment, regulation and management of libraries and information centres within Nigeria;
- 1.5 To promote and encourage bibliographical study, research and library co-operation; and
- 1.6 To do all such lawful things as are incidental or conducive to the attainment of the above objectives.

## **ARTICLE 2**

### **2.0 MEMBERSHIP**

**2.1** Membership of the Association shall consist of Fellows, Associates, Personal members, Honorary members, Affiliated Personal members, Sectional members, Organisational members or Institutional members and Corresponding members. When the term 'member' is used in the Constitution it shall include all persons and bodies defined as such in 2.1 2.8.

### **2.2 Fellows**

Librarians, who in the opinion of the Council have made substantial and distinguished contribution to the promotion of the objectives of the Association may be appointed Fellows. Such members may be entitled to the rights and privileges of a personal member.

### **2.3 Personal Members**

Librarians, whether in employment or retirement may be admitted as personal members. They shall be entitled to all rights and privileges of the Association.

### **2.4 Honorary Members**

Persons who have rendered distinguished service in promoting the objectives of the Association may be appointed Honorary members at any Annual General Meeting. Honorary members shall be entitled to the same rights and privileges as Personal members, but shall not be entitled to vote or be voted for.

### **2.5 Affiliate Members**

Affiliation to the Associations shall be for the following:

#### **2.5.1 Personal Affiliates**

Persons who are interested in the objectives of the Association but are not Honorary or Personal members and are not employed as Librarians or Information Scientists.

#### **2.5.2 Corporate or Sectional Affiliates**

Sections, Organizations, Companies and other Corporate bodies with interest in the objectives of the Association may not be engaged in this provision or exploitation of information may be recognized as members. They shall not be entitled to vote or be voted for.

## **2.6 Institutional Members**

Institutional members include:

- 2.6.1** Library and Information Services Institutions in the public, private and voluntary sectors.
- 2.6.2** Department of Library, Archival and Information Studies.
- 2.6.3** The National Library of Nigeria and its branches
- 2.6.4** Other organizations and agencies engaged in the provision or exploitation of information and whose objectives are in accordance with the objectives of the Association may be admitted as Institutional members.

An Institutional member shall be entitled to nominate a delegate or representative. Such a delegate shall enjoy all the privileges of personal membership, except that he shall not be entitled to hold office on behalf of the institution.

## **2.7 International Members**

Persons and institutions outside Nigeria may be admitted as international members. Such members shall be entitled to attend and participate in meetings of the Association and receive publications usually distributed to members, but they shall not be entitled to hold office.

## **2.8 Endowment Members**

Persons and institutions may be admitted to endowment membership at an amount fixed by the Council. Their subscriptions shall be treated as capital contributions to the funds of the Association. Such members shall enjoy all the privileges of personal membership except that they may not be entitled to hold office.

## **2.9 Student Members**

Any person in *status pupillari* in any recognized library, archival or information school may be admitted as student member. A student member shall be entitled to rights and privileges of a personal member but shall not be entitled to vote or be voted for in any election of the Association.

## **2.10 Rights and Privileges of Members**

The privileges of members shall include the right to participate in and benefit from the activities of the Association subject to the provisions otherwise specified for each category of membership. The rights of members, except otherwise specified include:

**2.10.1** The right to vote.

**2.10.2** The right to be voted for or hold office.

**2.10.3** They are entitled to receive, free-of-charge, all publications of the Association

**2.10.4** They are entitled to attend all conferences, seminars, workshops, and meetings of the Association upon fulfillment of such conditions as may be stipulated.

**2.10.5** All other rights and privileges as may be stipulated by the Association from time to time.

## **2.11 Obligations of Members**

Membership of the Association shall constitute an agreement to be bound by the terms of the Association to pay such membership and other fees as may be determined by the Association and actively contribute to the objectives of the Association.

## **2.12 Admission to Membership**

Admission to membership shall be subject to a decision of a State Chapter. An applicant whose application is rejected may appeal to the Council. The process for admission to membership is as follows:

**2.12.1** An application form from any person or organization desirous of becoming a member of the Association shall be collected from the Honorary Secretary of the State Chapter upon payment of a fee of one hundred naira only (N100.00).

**2.12.2** Such form shall be filled out and returned to the Secretary of the State Chapter for processing and approval by the State Executive Committee. The applicant shall give the information required on the form, and shall undertake to conform to the Rules of the Association.

**2.12.3** After processing, the Chairman of the State Chapter shall send copies of the application form to the National Secretary (for his records), informing him whether the application was successful or not. The Chairman must include the reasons for non-admittance of any applicant.

**2.12.4** No person shall be deprived of membership of the Association on grounds of sex, religious persuasion, political beliefs, or ethnic origin.

**2.12.5** A member shall have the right to transfer his membership, for good cause, from one State Chapter to another.

**2.12.6** Each member shall be supplied with a copy of the Constitution of the Association on admission to membership and on payment of a membership fee to be determined by Council.

### **2.13 Withdrawal of Membership**

Any member may resign at any time by giving written notice through the Secretary of the Chapter to the National Secretary of the Association for the consideration of the Council. All resignations within a calendar year will take effect from 31<sup>st</sup> December of that year. Such member is, however, liable for all subscriptions already due.

### **2.14 Exclusion**

The Council may decide to exclude a member if that member has acted contrary to the rules and objectives of the Association.

### **2.15 Complaints Procedure and Discipline**

Discipline shall be maintained within the Association in accordance with the provision of the constitution. In order to do this, the Executive Committee shall nominate members of a Disciplinary Committee (whose membership may be reviewed from time to time) for the approval of Council and ratification of the Annual General Meeting.

Upon recommendation by the Committee, Council shall ratify the procedure for applications and investigation.

The Terms of Reference of the Committee shall be specified by Council inform the member concerned. Such an action is deemed to have abated, and no further action could be taken against the member by Council.

**2.15.1** If the member is found **not guilty** by the Committee, EXCO shall on behalf of Council inform the member concerned. Such an action is deemed to have abated, and no further action could be taken against the member by Council.

**2.15.4** If the member is found **guilty** by the Committee, Council may ratify the recommendations as appropriate.

**2.15.5** An appeal from the decision of Council shall be to the Annual General Meeting, which may by a simple majority of members present reverse (after which the Council shall review the case), vary or confirm the verdict of Council.

**2.15.5** A national officer shall be suspended from office after consideration by Council of a report by an investigating panel. He shall be removed by 2/3 (two third) votes of the

members of the Council, but in all cases an officer shall be given sufficient chance to defend any allegation made against him before penalties shall be imposed.

**2.15.6** The same system shall apply to State Chapter and Sections of the Association.

**2.15.7** The affected officer shall have a right of appeal to the Annual General Meeting whose decision shall be final.

## **2.16 Reinstatement of Members**

Council shall have power to reinstate any member whose membership has been cancelled for any reason. It may cause reinstatement to be subject to compliance with such conditions as Council may determine, including payment of subscriptions in arrears.

## **ARTICLE 3**

### **3.0 PATRON**

Council shall nominate a person who in its own judgment is qualified to be a Patron of the Association for the approval of the Annual General Meeting.

- ❖ A Patron shall be a person who is recognized by the society to have high integrity and of international repute.
- ❖ A Patron should have proven interest in the promotion of the objectives of the Association and shall not be a librarian.
- ❖ Decision on this shall be by a simple majority.
- ❖ Any person rejected by the General Meeting shall not be re-nominated for consideration of the house for a period of two years following.

The functions of a Patron shall include:

**3.1** Promotion of the aims and objectives of the Association.

**3.2** Demonstrable support (financial and otherwise) for the Association.

## **ARTICLE 4**

### **4.0 ORGANS OF THE ASSOCIATION**

**4.1** The Association shall be made up of the National Executive Committee, the Council, State Chapters and Sections.

## **4.2 The Executive Committee**

There shall be an Executive Committee responsible for the managerial and professional direction of the Association with guidelines approved by Council.

- 4.2.1** The Executive Committee members shall be the President, the first Vice President, the Second Vice President, National Secretary, Honorary Treasurer, Editor-in-Chief and Public Relations Officer.
- 4.2.2** The Executive Committee members shall hold office for two years ending at the Annual General Meeting nearest the end of the second year. They may be re-elected for a further term of two years only.
- 4.2.3** The tenure of office of the Editor-in-Chief, Assistant Editor, and the National Secretary who are usually appointed by Council shall be reviewed from time to time. Council shall decide when to appoint a successor.
- 4.2.4** To qualify to hold any of these positions, candidates must have held office before in a Chapter/Section of the Association and must have fully paid their subscriptions for five years consecutively.

## **4.3 Duties of Officers of the Association**

### **4.3.1 The President**

The President is the Chief Executive Officer of the Association. He shall, therefore, take precedence over other officers and members in all matters relating to the Association and provide for it professional leadership. His duties shall be:

- 4.3.1.1** To direct the Secretary to summon Council meetings as provided in Section 4.3.3.1.
- 4.3.1.2** To preside at all meetings of the Association and be responsible for the proper conduct of business at such meeting;
- 4.3.1.3** To sign the record of minutes of each previous meeting after it has been adopted;
- 4.3.1.4** To superintend the administration of the affairs of the Association and to secure the strict observance of the various rules, regulations and bye-laws of the Association;
- 4.3.1.5** Generally, the President shall have the right to speak and vote at meetings whenever he is present. He shall possess a casting vote in all decisions of the Association, as provided in Section 7.8.5.
- 4.3.1.6** To be one of the signatories to the cheques of the Association and to approve all Payment Vouchers, except PVs for payment to himself.

### **4.3.2 The First/Second Vice President**

The 1<sup>st</sup> Vice President shall preside at meetings whenever the President is absent or unable to officiate. In the absence of the two above-mentioned, the 2<sup>nd</sup> Vice President shall act.

### **4.3.3 The National Secretary**

The Secretary shall be a full-time official. His duties shall be:

- 4.3.3.1** To summon Council meetings at the direction of the President in accordance with Section 8.4.2;
- 4.3.3.2** To summon special meetings of Council on receipt of written request from two thirds of members of Council as provided in Section 8.4.3;
- 4.3.3.3** To attend all meetings of Council and the Annual General Meetings and to record the minutes of each meeting;
- 4.3.3.4** To send notice of Annual Conference/Annual General Meeting to all members of the Association not less than one calendar month before the date of such meeting;
- 4.3.3.5** To convene a special general meeting on receipt of a request from two third of the members of the Council stating the purpose of such meeting or one third of paid-up members in the immediate past year from at least twelve state chapters as stated in section 8.1.3;
- 4.3.3.6** To forward to all Chapters a copy of the minutes of each Annual conference/Annual General Meeting within a reasonable time from the conclusion of each meeting;
- 4.3.3.7** To receive any notice of motion for discussion at the Annual General meeting and submit same to Council;
- 4.3.3.8** To present an annual report at the Annual General Meeting;
- 4.3.3.9** To be responsible for the secretarial duties of the Association and co-ordinate the activities of the Chapters and various Sections/of the Association;
- 4.3.3.10** To maintain a register of all members;
- 4.3.3.11** To be one of the signatories to the cheques of the Association;
- 4.3.3.12** To keep the common Seal of the Association.

#### **4.3.4 The Assistant Secretary**

The Assistant Secretary shall assist the National Secretary.

#### **4.3.5 The Treasurer**

The duties of the Treasurer shall be as follows:

**4.3.5.1** To collect and keep all monies of the Association;

**4.3.5.2** To keep proper books of account showing record of money received and Payment Vouchers for all monies paid out;

**4.3.5.3** To pay all monies of the Association to a bank approved for this purpose.

**4.3.5.4** To pay with cheque only any amount exceeding N20,000.00 (twenty thousand naira only) on behalf of the Association;

**4.3.5.5** To present to the Annual General Meeting an audited account of the Association for the out-going year;

**4.3.5.6** To sign all cheques of the Association in conjunction with either the President or the National Secretary;

**4.3.5.7** To prepare a list of paid-up members for election purposes in accordance with Section 7.2.

#### **4.3.6 Assistant Treasurer**

The Assistant Treasurer shall assist the Treasurer.

#### **4.3.7 Editor-in-Chief**

He shall be responsible (after consultation with members of the Editorial Board) for editing and publishing the Association journal, *Nigerian Libraries*.

#### **4.3.8 Assistant Editor**

He shall assist the Editor in the performance of his (Editor) duties.

He shall act as the Business Manager of the Journal.

#### **4.3.9 The Public Relations Officer**

He shall be responsible to the President for the performance of his duties which are:

- 4.3.9.1** To issue, from time to time, press releases about the activities and ideals of the Association;
- 4.3.9.2** To be responsible for any advertisement about the Association on the radio, television and newspapers when directed to do so;
- 4.3.9.3** To give regular information about the Association and its Chapters and Sections to persons who desire them.
- 4.3.9.4** To edit and publish the Association's newsletter, *NLA Newsletter* twice a year.

## **ARTICLE 5**

### **5.0 THE COUNCIL**

**5.1** There shall be a Council which shall be the principal agency of the Association for the purpose of formulating and executing its programmes and policies.

**5.1.1** Council shall have power to approve bye-laws or rules of procedure for the conduct of affairs of any Chapter, Section or Committee. Such rules may be subject to review at any Annual General Meeting of the Association.

### **5.2 Composition of Council**

The Council shall consist of the President, First Vice-President, Second Vice-President, National Secretary (in attendance), Honourary Treasurer, Public Relations Officer, Editor-in-Chief, Assistant Editor, Immediate Past President, the National Librarian, Chairman of each State Chapter, Chairman of each Section and Eight Councilors.

### **5.3 Committees**

**5.3.1** There shall be such Committees to be appointed by Council, as it considers desirable, for the efficient performance of its duties. The composition and powers of such Committees shall be determined from time to time by Council.

**5.3.2** A Committee shall have power to co-opt any person who in its judgment could make valuable contribution to the work of the Committee.

### **5.4 Other Representations**

Council may appoint a Committee or a person to sit jointly with other bodies for any purpose deemed fit. No decision of any Joint Committee or meeting shall be binding on Council until ratified by Council.

## **5.5 Trustees**

- 5.5.1** There shall be established a body to be known as Board of Trustees. The Trustees of the Association for the purpose of the Land (Perpetual Succession) Act, Chapter 98 shall be the President, National Secretary and Honorary Treasurer of the Association.
- 5.5.2** All the properties of the Association, both moveable and immovable, shall be vested in the Trustees jointly on trust for the Association and the Trustees shall deal with same in the interest and to the benefit of the Association as may be directed by the Council.
- 5.5.3** The Trustees shall hold office at the pleasure of the Association provided that a Trustee may be removed from office of a Trustee by Council on grounds of ill-health or for any other reasons which might make him unable to perform the duties of his office.
- 5.5.4** Whenever a vacancy occurs in the office of a Trustee, it shall be filled temporarily by the Council until the next Annual General Meeting.
- 5.5.5** The Trustees shall have a Common Seal which, with all executed documents, shall be kept in the custody of the National Secretary.

## **ARTICLE 6**

### **6.0 CHAPTERS AND SECTIONS**

The rules and regulations of Chapters and Sections, which must not conflict with the Constitution and Bye-Laws of the Association, shall be submitted to the Council for approval and no amendment or addition shall be valid until approved by the Council.

#### **6.1 Chapters**

There shall be a Chapter in each state of the Federation and the Federal Capital Territory.

- 6.1.1** A Chapter shall include all members of the Association working in one of the States of the Federal Republic of Nigeria or in the Federal Capital Territory.
- 6.1.2** The Purpose of a Chapter shall be to further the general objectives of the Association within its area and to unite members by means of meetings, conferences, seminars, workshops and publication of journals.
- 6.1.3** A Chapter shall retain 60% of the Total membership subscriptions collected from the Chapter. The balance shall be sent to the National Treasurer together with the complete membership list (names and amount paid) as soon as possible but not later than four months to the Annual General Conference.

**6.1.4** Proceeds realized from seminars shall be paid to the National Treasurer as follows:

a. 40% for programmes sponsored by State Chapters of the Association.

b. 40% for programmes sponsored by any Section of the Association.

**6.1.5** A Chapter shall appoint an Executive Committee and officers to manage its affairs but shall not take any action which affects the Association as a whole or the external relations of the Association other than by recommendation to the Council.

**6.1.6** The Chairman of a Chapter shall not later than 31<sup>st</sup> January of each year, forward a report from the Committee on the work of the Chapter during the preceding year and also an audited Statement of Account and Balance Sheet, showing the assets and liabilities of the Chapter on the 31<sup>st</sup> December of that year, for the information of and consideration by Council.

**6.1.7** The Chapter shall be represented on the Council by the Chairman of the Chapter or his representative.

**6.1.8** Chapters and Sections shall draw up rules and regulations for the conduct of its affairs and forward same to the Council for approval as soon as possible after inauguration.

## **6.2 Sections**

**6.2.1** A Section shall be an organization of members of the Association irrespective of geographical distribution, who provided are engaged in or are otherwise interested in library and information service of a particular type. The purpose of the Section shall be to further the general objectives of the Association by the consideration of problems of policy and administration special to that type of library service and to unite members by means of meetings, conferences, seminars, workshops and the publication of journals.

**6.2.2** The Council shall upon a written proposal from not less than 25 members of the Association create a Section.

**6.2.3** The Section's Executive Committee shall have power to admit into the Section any member of the Association who applies to be so admitted.

**6.2.4** Any member of the Association may attend meetings of any Sections except the Annual or Special Business Meeting of a Section of which he is not a member.

**6.2.5** The Council shall have power to make financial grants to a Section from the funds of the Association of such amount and upon such basis as it shall think fit.

**6.2.6** A Section shall appoint an Executive Committee and officers to manage its affairs but shall not take any action which affects the other Sections, the Chapters, the General

conduct of the affairs of the Association or the external relations of the Association other than by recommendation to Council.

- 6.2.7** The Chairman of a Section shall, not later 31<sup>st</sup> January on each year, forward a report from the Committee on the work of the Section during the preceding year and also an audited Statement of Account and Balance Sheet, showing the assets and liabilities of the Section on the 31<sup>st</sup> December of that year, for the information of and consideration by Council.
- 6.2.8** The Section shall be represented on the Council by the Chairman of the Section or his representative.
- 6.2.9** A Section shall draw up rules and regulations for the conduct of its affairs and forward same to the Council for approval as soon as possible after inauguration.

## **ARTICLE 7**

### **7.0 ELECTION AND REMOVAL OF NATIONAL AND STATE OFFICERS**

- 7.1** A Returning Officer, nominated by Council and ratified by the General Meeting, shall be appointed at the Annual General Meeting preceding an election year to conduct the election of Officers of the Association. The person to be nominated as Returning Officer shall have the following qualities:
  - i.** Must have been a paid up member for five consecutive years
  - ii.** Must have high integrity
  - iii.** Must be able to communicate effectively and be familiar with the use of ICTs.
- 7.1.1** Any two paid-up members of the Association may nominate a candidate for any office of the Association, provided they have been paid-up members for the last three consecutive years.
- 7.1.2** Each candidate shall fill a prescribed form and forward it to the Returning Officer.
- 7.1.3** The announcement for vacant positions shall be published in the NLA Newsletter.
- 7.1.4** If a nominated candidate dies before the date of election, new nominations may be called for.
- 7.1.5** In the Case of a candidate withdrawing and leaving seats uncontested, the Executive Committee shall appoint a candidate who shall be ratified by Council.
- 7.1.6** Nominations received after the published closing date shall not be accepted.

- 7.1.7** Nominators shall ensure that their candidate is willing to accept the post.
- 7.2** 120 days before the Annual General Meeting, the Honorary Treasurer of the Association shall prepare a list of paid-up members as at the date of compilation and circulate it to all the Chairmen of the Chapters, who shall certify as to its correctness. Such list shall constitute the voters' list for elections.
- 7.3** 90 days before the Annual General Meeting, the Returning Officer shall collect the voter's list from the Treasurer, call for nominations, prepare a list of candidates together with their curriculum vitae and send them to all paid up members. The ballot papers shall be returned to the Returning Officer not later than 48 hours before the Council meeting preceding the Conference/AGM. The Returning Officer shall bring the sealed ballot papers to the Council meeting. In the presence of two Council Members (who are not contesting for any election) appointed by the Executive Committee, the Returning Officer shall count the votes.
- 7.4** The results of the election shall be first made known to Council for ratification and announced at the Annual General Meeting. The new officers shall be sworn-in and assume office at the conclusion of the Conference/Annual General Meeting.
- 7.5** Notwithstanding anything said in any other place, the positions of Editor-in-Chief and Assistant Editor shall be filled on the recommendation of the Executive Committee and ratified by Council.
- 7.6** **Voting**
- 7.6.1** Subject to the provisions of 2.1 2.8 only paid –up members shall be entitled to vote.
- 7.6.2** Only an accredited delegate of an institutional member shall be entitled to vote on behalf of his institution and may also exercise another vote if he is a personal member.
- 7.6.3** Voting shall be done in the State and ballot papers sent by the individual to the Returning Officer at an advertised date.
- 7.6.4** Any motion tabled at any General Meeting shall be decided by a simple majority of those members who are entitled to vote. The Chairman of any meeting shall have the right of voting and if the numbers of the votes for and against are equal, he shall also have a casting vote.
- 7.6.5** Voting at meetings shall be by show of hand. On demand of ten members, voting on any motion submitted to a meeting shall be decided by secret ballot.
- 7.7** **Term of Office of Elected Officers**

The elected members of Council shall serve for an initial term of two years. They may re-elected for a further term of two years only except otherwise specified in this Constitution

(provided he can seek re-election eight years after the expiration of his last term of office). Any officer of the Association who is desirous to continue serving may apply to a different position. This rule applies to the Executive Committee, State Chapter Chairmen, Chairmen of Sections and Councilors.

## **ARTICLE 8**

### **8.0 MEETINGS, REPORTS AND MINUTES**

#### **8.1 Annual General Meeting**

**8.1.1** The Annual General Meeting of the Association shall be held at a time and place to be determined by Council and this shall be announced not less than three calendar months beforehand. Notices of the meeting shall be sent to all members of the Association not later than one calendar month before the date of the meeting.

**8.1.2** The Annual General Meeting shall be held as part of the Annual General Conference.

#### **8.2 Annual Conference**

**8.2.1** Council shall convene an annual conference of the Association and draw up a programme for such conference. Council shall admit to the conference persons who are fully paid-up members. Other conference delegates who are not paid-up members shall have the status of Observers during any voting exercise.

**8.2.2** Resolutions tabled at the Annual Conference of the Association shall be referred to the Annual General Meeting for consideration and adoption.

**8.2.3** Registration fees may be fixed by Council for all persons attending the conference but such fees may not be required from local and other visitors invited by Council.

#### **8.3 Executive Committee Meeting**

**8.3.1** The Executive Committee shall meet at least three times a year, one of which must be during the time period and venue of the Annual Conference.

**8.3.2** The Executive Committee shall decide the time and place for such meetings.

**8.3.3** The President shall preside over all Executive Committee meetings.

**8.3.4** In the absence of the President, the First Vice President or the Second Vice President shall act.

**8.3.5** A quorum of the members of the Executive Committee shall be a simple majority of the members of the Committee.

**8.3.6** If a quorum is not formed and urgent business is under consideration those present may make a recommendation, which shall be communicated to a fuller membership of the Executive for approval either by surface mail or electronic means.

#### **8.4 Council Meetings**

**8.4.1** Council shall meet at least twice a year. At least one of the meetings shall normally hold at the same time period and at the same place as the Annual conference while the other may be held at a time and venue to be determined by the Council or Executive Committee.

**8.4.2** Meetings of Council shall be called by the National Secretary on dates determined after consultation with the President.

**8.4.3** On receipt of a written requisition from two thirds of members of Council, the National Secretary shall convene within twenty-one days thereafter a special meeting of Council, provided the purpose for which the meeting is required is stated in the summons to the meeting.

**8.4.4** The President may consult at least two thirds of the members of Council in writing and decisions so reached shall have the effect of a resolution of duly constituted meeting.

#### **8.4.5 Conduct of Council Meeting**

**8.4.5.1 Chairmanship:** The President shall preside at or chair all meetings of Council. In his absence the 1<sup>st</sup> Vice President shall preside. If the latter is also absent the 2<sup>nd</sup> Vice President shall preside. Where the President and Vice Presidents, are absent, members present shall appoint a person among themselves to be Chairman for the meeting provided that the meeting has been properly summoned and a quorum has been formed. Recommendations from such meeting shall be subject to ratification at another Council meeting or by the Executive Committee.

**8.4.5.2 Quorum:** The quorum for meeting shall be one-third of total membership of the Council.

**8.4.5.3 Voting:** Decision of the Council shall normally be by a simple majority vote. The Chairman shall have a right to vote but if on any question those present are equally divided the Chairman shall also have a casting vote.

#### **8.5 Special General Meeting**

The National Secretary shall convene a special General Meeting on receipt of a request which states the purpose of the meeting from two thirds of members of Council or any eight members from at least twelve Chapters. Such meeting shall be convened within twenty-eight days of the receipt of the request. However, no resolution of a Special

General Meeting shall have effect which has not the support of two-third of the members then voting and one fifth of the members of the Association.

## **8.6 Notice of Motion**

A Member, Chapter, or Section of the Association may submit to the National Secretary any notice of motion for discussion at the Annual General Meeting. Such motions shall be submitted to Council not later than six weeks before the date of the Annual General Meeting, and circulated to paid-up members not later than the first day of the Annual Conference.

## **8.7 Annual Reports and Statement of Account**

**8.7.1** Council shall in every year prepare an annual report on the Association for the year preceding and attach thereto an audited Statement of Accounts and a Balance Sheet showing the assets and liabilities of the Association and shall submit the same to members of the Association.

**8.7.2** Every paid-up member shall be entitled to receive a copy of the Annual reports, statement of accounts and balance sheets.

## **8.8 Common Seal**

The Association shall have Common Seal which shall be retained in the possession of the National Secretary and shall be used in pursuance of a duly passed resolution of Council in the presence of the National Secretary and at least one other member of Council.

# **ARTICLE 9**

## **9.0 FINANCE**

### **9.1 Subscriptions and Fees**

**9.1.1** Annual subscriptions shall be determined from time to time by the Association but no other subscription shall be levied by Chapters or Sections without the approval of Council

**9.1.2** Annual subscriptions shall be due and payable direct to the Chapter Treasurer, in advance on the first day of January in each year. If a subscription is not paid within twelve calendar months the defaulter will be removed from the Association. No member whose subscription remains unpaid during the period shall be entitled to any of the privileges of membership of the Association for that period.

**9.1.3** The Council shall have power to impose special levies on members of the Association when and if necessary.

## **9.2 Receipts and Payment**

**9.2.1** No amount exceeding twenty thousand naira (N20, 000.00) shall be paid on behalf of the Association except by a cheque of the Association.

### **9.2.2 Imprest**

The National Secretary shall keep an imprest Account of not more than ten thousand naira (N10, 000.00) and shall give statement of account of the imprest to the National Treasurer in accordance with approved bud. Upon exhausting the money or before requesting for additional money.

The President, Honorary Treasurer and Public Relations Officer may keep an imprest account of not more than ten thousand naira (N10,000.00) and shall give a statement of account to the Executive Committee upon exhausting the money or before requesting for additional money.

**9.2.3 Signatories to the Account:** The signatories to the Association's accounts shall be the President, National Secretary and Honourable Treasurer. All cheques of the Association shall be signed by the Honorary Treasurer and either the President or the National Secretary of the Association.

**9.2.4** Council shall have powers to approve advances to any member of the Association for the purpose of carrying out the duties assigned to such a member.

## **9.3 Investments**

**9.3.1** Council shall have powers to invest the funds of the Association in Government or other gilt-edge securities through the appointed Trustees for the purpose of proper functioning of the Association.

**9.3.2** All monies belonging to the Association shall be kept in its name with such Bankers, as the Council shall appoint.

## **9.4 Auditing**

**9.4.1** The finances of the Association shall be audited by the 31<sup>st</sup> March in each year.

**9.4.2** The finances of the Association shall be audited by an auditor to be appointed each year at the Annual General Meeting.

## **9.5 Loans**

Council may with the approval of a General Meeting and in such manner and upon such terms as are authorized by such meeting raise any loan secured upon the assets of the Association.

## **ARTICLE 10**

### **10.0 APPOINTMENT OF FULL-TIME OFFICERS**

- 10.1** The Executive Committee, on behalf of Council, shall have the power:
- 10.2** To make appointments to such administrative positions that shall be established from time to time in the Association's Secretariat.
- 10.3** To make rules regulating the service conditions including the remuneration and tenure of appointment of such staff.
- 10.4** Provided that such appointments and regulations shall be subject to the approval of the Council and ratification of the Annual General Meeting.

## **ARTICLE 11**

### **11.0 BENEFITS TO MEMBERS ON RETIREMENT/DEATH**

- 11.1** On retirement from service a paid-up member shall be entitled to such sums as agreed by a State Chapter provided that the member has completed 10 years regular financial membership; State Chapters shall be responsible for such payments.
- 11.2** The next of kin or rightful relations of a deceased person who has been in regular membership the last ten consecutive years shall be entitled to ten thousand naira (N10,000.00) provided that no payment shall be made in the absence of a valid death certificate or other convincing proof of death.
- 11.3** Council shall have power to include additional benefits in the section of the Constitution, e.g. sickness.

## **ARTICLE 12**

### **12.0 AWARDS, HONOURS, ETC**

The Association may give honorary fellowship and other awards to deserving members and non- members. In order to do this, the Executive Committee shall nominate members of an Awards Committee (whose membership may be reviewed from time to time) for approval of the Council and ratification of the Annual General Meeting.

Upon recommendation by the Committee, Council shall ratify the categories of awards and the procedure for application. The criteria for each category of award shall be advertised in the Association's newsletter and to all members through the state chapter/sections chairmen.

After due consideration of all applications, the Committee shall forward a report to Council at its first meeting after the AGM. Council shall ratify the report as appropriate.

Successful applicants approved by Council shall be informed in writing by the National Secretary at least one month before the Annual National Conference/AGM where the Award would be made.

## **13.0 MISCELLANEOUS**

### **13.1 INTERPRETATION**

If any dispute arises as to the interpretation of this Constitution, the interpretation given to it by Council shall be final.

### **13.2 AMENDMENT**

The Constitution shall not be amended except at an Annual General Meeting of the Association by a two-third majority of those present and entitled to vote; provided that at least 21 days notice of the proposed amendment shall have been given to the National Secretary.