



Christian Health Association of Kenya

CONSTITUTION

Amended by the CHAK AGM on April 28, 2016



Constitution

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PREAMBLE

WHEREAS in the year 1946 there was formed a Hospital Committee of the department of Health of the National Christian Council of Kenya

AND WHEREAS it was resolved in 1962 to dissolve the said Hospital Committee and instead form an organization with wider scope and membership to embrace the activities of the growing medical and health institutions in Kenya

AND WHEREAS it was desirable that all Christian Medical and Health Services should be coordinated and present a united front to facilitate liaison with the Government and other Christian bodies:

AND WHEREAS the **PROTESTANT CHURCHES MEDICAL ASSOCIATION** was therefore formed to coordinate the work of the Protestant Churches, Missions and other Christian bodies in the sphere of Medical and Health Services with a Constitution as hereinafter set forth

AND WHEREAS it was decided that the said constitution of 1982 should be revised and the name changed to **CHRISTIAN HEALTH ASSOCIATION OF KENYA**.

AND WHEREAS the AGM of 2007 decided to amend the Constitution

AND WHEREAS the AGM of 2016 decided to further amend the Constitution

NOW IT IS AGREED that the Constitution shall be as follows:

ARTICLE 1: NAME OF THE ASSOCIATION

The name of the Association shall be CHRISTIAN HEALTH ASSOCIATION OF KENYA using the acronym CHAK, hereinafter referred to as the ASSOCIATION.

ARTICLE 2: PURPOSE

The purpose of the Association is to act corporately to:

- a) Further the work of Christian Health Services in fostering the spirit of Christian love and service to all in need, as witnessed in the life, teaching and example of our Lord Jesus Christ
- b) Develop within the available resources the highest level of promotive, preventive, curative and rehabilitative aspects of health care

ARTICLE 3: OBJECTIVES

The objectives of the Association shall be:

- a) To promote the efforts of members towards achievement of health for all
- b) To facilitate and coordinate the health work of the members
- c) To facilitate capacity building to enhance quality in service delivery and efficiency in the management of resources
- d) To advocate for and represent members on health matters to the Ministry of Health and other related organizations and to provide an avenue for the Government to contact the members on any matter which affects the health work
- e) To assist members in connection with management including financial management, Human Resource management, health service delivery, drugs and medical supplies, medical equipment, Health Information Systems or other areas of need, when necessary
- f) To facilitate networking among Member Health Units and with other stakeholders in health
- g) To assist members in reaching the spiritual goals of their institutions through appropriate support activities
- h) To undertake on behalf of the member churches and organizations, all such other activities in regard to health, for the benefit and welfare of the people of the Republic of Kenya

ARTICLE 4: MEMBERSHIP

4.1 MEMBERSHIP QUALIFICATIONS AND OBLIGATIONS

- a) Any Christian church or church sponsored or related non-profit making organization or community group with the objective of promoting health and health service delivery within the Republic of Kenya shall be eligible for membership of the Association.
- b) Each application for membership shall be made on the form prescribed by the Executive Committee of the Association and shall be submitted to the General Secretary of the Association for processing and submission to the Executive Committee.
- c) Each applicant shall in writing be proposed by one member entitled to vote and seconded by another member entitled to vote.
- d) Each application shall be accompanied by an application fee of a sum as may from time to time be prescribed by the Executive Committee and a copy of the certificate of registration in Kenya of the body sponsoring the applicant or where such a body is exempt from registration in Kenya a copy of the documentary evidence of such exemption.
- e) The Executive Committee of the Association shall consider each application on its merit and shall in so doing take into account the recommendation of the Management Team in that respect and shall rule thereon and such a ruling shall be final.
- f) Each member shall be liable to pay on the first day of January of each year annual

subscriptions or such a sum or sums as may from time to time be prescribed by the Executive Committee.

- g) No member who will not have paid the annual subscription by the date of the AGM shall be entitled to vote at the General Meeting.
- h) A member who defaults from payment of Annual Subscription for three consecutive years shall be suspended in accordance with Article 4-2(b). If the default continues for a further two years then the member shall be expelled in accordance with the provisions of Article 4-2(c)

4.2. DISCONTINUATION OF MEMBERSHIP

a. Resignation

Any member desiring to resign from membership of the Association shall submit to the General Secretary a letter of resignation in which reasons for the resignation shall be stipulated. Such a resignation letter shall be presented to the Executive Committee for consideration and approval.

b. Suspension

- i. Any member may be suspended from membership by the Executive Committee by a two thirds majority vote if having considered any recommendation or advice by the Management Team, the Executive Committee is of the opinion that such member is guilty of conduct inconsistent with or harmful to the purposes and/or objectives of the Association or that such conduct brings or tends to bring the Association into disrepute.
- ii. Such suspension shall remain in force until the next Annual or Special General Meeting at which the matter shall be tabled and determined by the meeting. During the period of the suspension the suspended member shall not be entitled to any grant or services from the Association.
- iii. Upon re-instatement to membership of any such member, the question of payment of grants or rendering of services by the Association during the period of suspension may be reopened solely at the discretion of the Executive Committee.

c. Expulsion

- i. A member shall be expelled from the Association when a General Meeting considering the membership of such a member shall resolve by a two-thirds majority vote of all voting members present in favour of such expulsion.
- ii. No member shall be liable to expulsion except where such a member shall have previously been suspended by a two-thirds majority vote of the Executive Committee having considered the recommendation or advice of the Management Team.
- iii. No member shall be liable to suspension as provided for in Article 4-2(b) except where the Executive Committee shall have resolved by two-thirds majority vote of members present that in its opinion for reasons which shall be recorded the member has been guilty of conduct inconsistent with or harmful or likely to be injurious to the purposes, objectives or good reputation of the Association.
- iv. Any suspension effected pursuant to Article-4-2-b shall remain effective until the next General Meeting when the issue of membership of the suspended member shall be discussed and voted upon.
- v. Any member suspended from membership pursuant to article 4-2-b shall have the right to address the meeting which shall consider the question of its membership.

ARTICLE 5: MEETINGS

5.1 GENERAL MEETINGS

- a) The Association shall hold an Annual General Meeting every year, the duration of which shall be determined by the business of the meeting.

- b) Members shall be notified in writing of such Annual General Meeting not less than 21 days before the date of the meeting. A further notice maybe published in the daily press not less than 14 days before the date of the meeting.
- c) Each Notice shall be accompanied by the Annual Statement of the Association's main accounts and the agenda for the meeting.
- d) The agenda for the Annual General Meeting shall include the following:
 - i. Opening devotions
 - ii. Identification of the members eligible to vote at the meeting
 - iii. Confirmation of the minutes of the previous Annual and any Special General Meeting
 - iv. The Chairman's report to include a summary of all activities of the association throughout the previous year as reported by the General Secretary.
 - v. Consideration and confirmation of the audited Association's Accounts.
 - vi. Such other matters as the Executive Committee may decide, or as to which notice has been given in writing by a member or members, supported in writing by a minimum of 25 votes (see Article 4 section 1g), and presented to the General Secretary at least six weeks before the date of the meeting.
 - vii. Any other relevant business
 - viii. Election of office bearers and members of the Executive Committee and the appointment of Trustees and Auditors for the Association's Accounts.

5.2 SPECIAL GENERAL MEETINGS

- a) A Special General Meeting may be called for any urgent or special purpose by the Executive Committee. Notice in writing of such a meeting shall be sent to all members not less than 21 days before the date of such meeting.
- b) Members shall be notified in writing of such Special General Meeting not less than 21 days before the date of the meeting. A further notice maybe published in the daily press not less than 14 days before the date of the meeting.
- c) A Special General Meeting may also be convened for a special purpose on the request, in writing to the General Secretary, of a member and supported, also in writing, by not less than 50 votes (see Article 4 section 1-g) and such a meeting shall be held within 35 days of the validity of the requisition being established.
- d) The Notice of such a meeting shall be in writing, accompanied by the agenda of the matter(s) to be discussed and no matters other than those stated in the requisition shall be discussed.

5.3 QUORUM

Quorum for the Annual General Meeting and any Special General Meeting shall be not less than one third of the total voting membership of the Association. If a quorum is not formed within one hour after the scheduled time, the meeting shall stand adjourned and shall reconstitute within 28 days thereafter and the quorum shall be 50 voting members.

5.4 QUALIFICATIONS TO ATTEND A GENERAL MEETING

- a. The following shall qualify to attend a General meeting:
 - i. Any representative of a registered member of the Association
 - ii. Members of the Executive Committee
 - iii. Trustees of the Association
 - iv. Members of staff of the Association
 - v. Representative(s) of the Ministry of Health
 - vi. Heads of churches
 - vii. Individuals who have had a long and beneficial association with CHAK
 - viii. Any other visitor permitted by the Chairman to attend the General Meeting.

- b. The following shall qualify to vote at a General Meeting:
 - i. Any recognized representative of any member of the Association who shall have been fully paid-up by the date of the General Meeting
 - ii. Members of the Executive Committee and Trustees of the Association who are not voting in any other capacity

- c. Allocation of voting rights is as follows:
 - i. Hospitals**
 - a) Level 5 - 4 votes
 - b) Level 4 - 3 votes
 - ii. Health Centres - 2 votes**
 - iii. Dispensaries/Clinics - 1 vote**
 - iv. Community Based Health Care programmes - 1 vote**
 - v. Churches (votes are allocated according to numerical strength)**
 - a) Above 50 Congregations - 3 votes
 - b) 25-50 Congregations - 2 votes
 - c) Below 25 Congregations - 1 vote
 - vi. Christian organizations - 1 vote**
- d. Procedure for voting at a General Meeting:
 - i. Along with the calling notice and agenda for a General Meeting, each fully paid-up member of the Association will receive the requisite number of voting cards for that General Meeting.
 - ii. Executive Committee members and Trustees who are attending the General meeting and are not voting in any other capacity, will be entitled to personally exercise one vote at the General Meeting.
 - iii. Any member may appoint any representative(s) to vote at the General Meeting in person, and any such representative(s) must present the voting card at the General Meeting.
 - iv. No proxy voting will be permitted, therefore each voting representative will have the right to exercise only one vote at the General Meeting.

ARTICLE 6: PROCEDURES AT GENERAL MEETINGS

- a) At all General Meetings of the Association, the Chairman of the Association or, in his absence, the vice-chairman, or in the absence of both these office bearers, a member of the Executive Committee selected by the meeting shall take the chair.
- b) The Chairman may, at his discretion, limit the number of persons permitted to speak on any matter.
- c) Voting at General Meetings shall be by show of voting cards except on issues of electing or appointment of any person to any office when the voting shall be by secret ballot. In case of equality of votes, the Chairman shall have a second or casting vote provided that, in all cases, votes for and against any motion be recorded by the Secretary to the meeting.
- d) Apart from the provisions of (a), (b) and (c), the General Meeting may adopt any other procedure as it may deem fit.

ARTICLE 7: THE OFFICE BEARERS

7.1 ELECTION OF OFFICE BEARERS

- a) The office bearers of the Association shall be:
 - i. The Chairman
 - ii. The Vice-Chairman
 - iii. The Hon. Treasurer
 - iv. The Hon. Vice-Treasurer
 - v. The Secretary

- b) The office bearers, except the Secretary, shall be elected from representatives of eligible members.
- c) The election of office bearers shall ensure that the ecumenical diversity of the Association is upheld.
- d) The Chairman must be a senior church leader with national reputation from a member church
- e) The Hon. Treasurer and Vice Treasurer must have professional background in Accounting and/or Financial Management and or Auditing and/or Business Management
- f) Each office bearer shall be elected at an Annual General Meeting for a period of two years and shall, as long as they represent members of the Association, hold office until the next elections.
- g) The office bearers are eligible for re-election up to a maximum of three consecutive terms.
- h) The Association shall employ the General Secretary on terms and conditions specified by the Executive Committee.
- i) The General Secretary shall be the Secretary of the Association.

7.2. DUTIES OF THE OFFICE BEARERS

a. The Chairman

It is hereby provided that the duties of the Chairman shall be as follows:

- i. To preside over the Executive Committee, Annual and Special General Meetings of the Association
- ii. In consultation with the General Secretary may represent the Association in discussions with the Government and other bodies or persons having dealings with the Association unless otherwise directed by the Annual or Special General Meeting or Executive Committee
- iii. In consultation with the General Secretary to decide dates of the Annual or Special General Meetings and Executive Committee Meetings
- iv. To liaise with other office bearers and the General Secretary for the effective implementation of the objectives of the Association
- v. To delegate duties as need may arise
- vi. To carry out other duties as directed by the Annual or Special General Meeting of the Association

b. The Vice-Chairman

- i. To perform the duties of the Chairman in his absence or any other duties that may be delegated to him/her by the Chairman.

c. The Secretary

The duties of the Secretary shall include the following:

- i. To issue notices for meetings in consultation with the Chairman
- ii. To ensure minutes of all meetings of the Association are recorded and circulated appropriately
- iii. To ensure preservation of all legally required records of the Association
- iv. On behalf of the Association to correspond and liaise with the Government of Kenya, members and other bodies having dealings with the Association
- v. To receive, manage and account for the Association's funds as directed by the Executive Committee and submit an Annual Budget and Audited Annual Statement of Accounts of the Association to the Annual General Meeting for approval
- vi. To ensure implementation of the decisions of AGM and Executive Committee
- vii. To keep in safe custody the seal of the Association

d. The Treasurer

- i. To oversee that the General Secretary receives, manages and accounts for funds belonging to the Association as directed by the Executive Committee
- ii. To oversee that receipts are issued for all money received by the Association and vouchers are preserved for all money paid by the Association
- iii. To oversee maintenance of proper books of accounts of the Association
- iv. To present quarterly management accounts to the Executive Committee and Annual Association’s Audited Accounts and Balance Sheet to the AGM

e. The Vice-Treasurer

- i. To perform the duties of the Treasurer in his absence or other duties that may be delegated to him by the Treasurer.

ARTICLE 8: THE EXECUTIVE COMMITTEE

8.1 COMPOSITION

- a) The Executive Committee shall consist of:
 - i. Office Bearers of the Association
 - ii. 4 members elected from member units from the following geographical regions:
 - Central, Nairobi, South East and Coast - 1
 - Eastern and North Eastern - 1
 - Nyanza and Rift Valley South - 1
 - Western and Rift Valley North - 1
 - iii. The Executive Committee shall have powers from time to time to co-opt any other members up to a maximum of four according to their expertise and to promote gender balance.
 - iv. On the proposal of the General Secretary and the agreement of the Executive Committee, one or more members of staff may be invited to attend the Executive Committee Meeting with no voting rights.
 - v. No employee of the Secretariat may be elected to the Executive Committee.
- b) Members of the Executive Committee shall be elected for a period of 2 years during the Annual or Special General Meeting of the Association and shall, so long as they remain representatives of eligible members of the Association hold office until the next elections. The elected members are eligible for re-election on expiry of their period of tenure subject to a maximum of three consecutive terms.
- c) Any casual vacancies for members of the Executive Committee caused by departure from the Republic of Kenya, removal, resignation or death shall be temporarily filled by the Committee until the next Annual General Meeting of the Association.
- d) Any member of the Executive Committee who fails to attend three consecutive meetings of the Committee duly convened shall cease to be such a member.
- e) A member of the Executive Committee may be expelled from the Committee if in the opinion of the other members of the Committee his/her behavior has adversely affected its reputation and/or dignity of the Association.
- f) The quorum for the Executive Committee Meetings shall be not less than half of the members with voting rights.

8.2 DUTIES OF THE EXECUTIVE COMMITTEE

- a) The Executive Committee shall be responsible for the management of the Association in general and for that purpose may give directions to the office bearers as to the manner in which they shall perform their duties.
- b) The Executive Committee shall appoint a standing Finance Committee to be chaired by the Treasurer to oversee financial management and review budgets, management accounts and draft Audited Accounts before presentation to EXCO. Appointment of the Finance Committee shall be done every two years and a member can

- serve for a maximum of three consecutive terms.
- c) The Executive Committee shall have power to appoint such other standing or ad-hoc sub-committees as it may deem necessary to undertake special assignments and to make reports to the Committee.
 - d) The Executive Committee through the General Secretary shall establish a Management Team to implement the policies of the Association and to make reports to the Committee.
 - e) All monies received or disbursed on behalf of the Association shall be accounted for by the Committee.
 - f) The Executive Committee will receive and approve the Audited Accounts before submission to the Annual General Meeting.
 - g) The Executive Committee shall formulate criteria for the disbursement of Recurrent and Capital Grants received for distribution to its members.
 - h) The Executive Committee shall have powers to make policies that govern practices deemed expedient for the management of the affairs of the Association and the accomplishment of the objectives of the Association provided that such policies when made shall be tabled before the Association for approval at the Annual General Meeting next following the making thereof.
 - i) The Executive Committee shall on behalf of the Association employ staff to carry out the objectives set out in Article 3, in accordance with the laid down terms and conditions of employment of the Association. The Executive Committee shall be directly involved in the recruitment of the General Secretary and senior management staff. The other technical and support staff shall be recruited by the Management Team and reported to the Executive Committee.
 - j) Any other duties as may be directed by the Association.

8.3 MEETINGS OF THE EXECUTIVE COMMITTEE

- a) The Executive Committee shall meet at least quarterly. Notices for meetings and agenda shall be issued by the Secretary in consultation with the Chairman. Members shall be given at least 21 days written notice for regular meetings and at least 7 days for Special meetings.
- b) The Chairman of the Association shall chair all Committee meetings. In his absence the vice-chairman shall chair the meeting. In the absence of the two and where the meeting must proceed, the members of the Committee present shall appoint one of their own to chair the meeting.
- c) The General Secretary shall maintain all minutes and records of the Committee meetings.

ARTICLE 9: REGIONAL COORDINATING COMMITTEE

9.1 FORMATION OF CHAK REGIONS

To facilitate representation in the Executive Committee, communication with members, networking, equitable allocation of resources and programmes and monitoring of the network activities, the members are assigned to four geographical regions namely:

- a) Eastern & North Eastern
- b) Central, Nairobi, South East & Coast
- c) Nyanza & South Rift
- d) Western & North Rift

9.2 COMPOSITION

The Regional Coordinating Committee shall consist of:

- a) The Chairman of the Committee shall be elected by the members from the region and approved by the AGM. The chairman shall also serve as the regional represen-

tative in the Executive Committee.

- b) Other Regional Committee Members shall be elected by the Association's members in the region from the following sections:
 - i. Member Churches resident in the region
 - ii. Member Health Units resident in the region
 - iii. Ministry of Health representative from the region.
 - iv. CHAK Secretariat representative shall be an EX-Officio member.

The total membership of the Regional Coordinating Committee shall be a maximum of 12 and shall ensure gender balance.

9.3. DUTIES OF THE REGIONAL COORDINATING COMMITTEE

To advise and assist the health units to achieve the following:

- a) Coordination and support of both management and health services delivery to meet the needs of member units
- b) Enhancement of delivery of quality health services by the Member Health Units
- c) Maintenance of close and cordial working relationship in the Member Health Units, owning churches and the community
- d) Identification of critical needs of Member Health Units and developing strategies to respond to these needs.
- e) Maintenance of effective liaison between Member Health Units, Secretariat as well as between Member Health Units, the Government of Kenya and other agencies
- f) Support of networking of Member Health Units in the region as well as between regions.

ARTICLE 10: MANAGEMENT TEAM

10.1. COMPOSITION

- a) The Management Team shall consist of:
 - i. The General Secretary of the Association, who will be the Chairman of the Management Team.
 - ii. The departmental managers
- b) The Management Team shall have powers from time to time to co-opt any of the line managers or invite them when a subject under their jurisdiction is being discussed.

10.2. DUTIES OF THE MANAGEMENT TEAM

- a) To advise and assist the General Secretary in the day-to-day management of the Secretariat in fulfilling the purposes for which the Association was constituted
- b) To build into one effective Secretariat the many different activities of the Association.

To achieve these objectives, the Management Team shall:

- i. Meet regularly under the chairmanship of the General Secretary or his appointed deputy. The quorum shall be half the total membership
- ii. Open bank accounts with the approval of the Executive Committee to enable the Association's operations to run efficiently
- iii. Nominate representatives to other NGOs and liaise with Government Ministries when requested.
- iv. Recruit staff members below the level of departmental managers at the accepted salary scales and in accordance with the terms and conditions of employment of the Association
- v. Pre-select and propose to the Executive Committee for appointment any senior staff at the level of Departmental Manager and above.

- vi. Manage staff training and staff development in accordance with the Terms and Conditions of Employment of the Association.
- vii. Undertake any other responsibilities given by the Executive Committee.

ARTICLE 11: TRUSTEES

- a) All land, buildings, immovable/movable property and all investments and securities which shall be acquired by the Association shall be vested in the name of not less than six Trustees who shall be representatives of the Association and shall be appointed at the Annual General Meeting.
- b) The Trustees shall be either serving or retired senior church leaders from member churches. The nominated Trustees must have endorsement of their Church. EXCO shall identify names of potential Trustees and seek their Church endorsement before presentation to AGM for appointment.
- c) Appointed Trustees shall hold office for a period of six years. On completion of their term, such Trustees shall be eligible for reappointment.
- d) A general Meeting shall have the power to remove any of the Trustees, and, fill all vacancies occurring by removal, departure from the Republic of Kenya, resignation or death, at the same time or at the next General Meeting.
- e) The Trustees shall pay all income received from property vested in the Trustees to the Treasurer. Any expenditure in respect of such property which in the opinion of the Trustees is necessary or desirable shall be reported by the Trustees to the Executive Committee which shall authorise expenditure of such money as it thinks fit.
- f) The Trustees shall meet at least once a year preceding the Annual General Meeting. The convener of such a meeting shall be the Chairman of the Association. The General Secretary and the Hon. Treasurer shall be Ex-Officio members.
- g) Meetings of the Trustees shall be called by the Chairman in consultation with the General Secretary with at least 21 days notice.
- h) The Chairman shall chair all meetings of the Trustees. In his absence, the Trustees present shall appoint one of their own to chair the meeting. The General Secretary shall maintain all records of the Trustees' meetings.
- i) The quorum for the Trustees' meeting shall be not less than half of the members with voting rights.
- j) The incumbent Chairman of the Association shall be a trustee by virtue of being the Chairman and shall chair meetings of the Trustees.
- k) On completion of his term as Chairman of Christian Health Association of Kenya, he will continue to serve as a trustee as provided for in Article 11 clause a, b and c.

ARTICLE 12: AUDITORS

- a) Auditor(s) shall be appointed by the Annual General Meeting. All the Association's accounts, records and documents shall be open to the inspection of the Auditor at any time.
- b) The Hon. Treasurer shall produce for audit the account of his receipts and payments and a statement of assets and liabilities made up to date, which shall not be less than six weeks, and not more than three months before the date of the Annual General Meeting.
- c) A copy of the Auditor's report on the accounts and statements together with such accounts and statements shall be furnished to all members at the same time as the notice convening the Annual General Meeting is sent out.
- d) No Auditor shall be a member of the Executive Committee of the Association.

ARTICLE 13: FINANCE

- a) Sources of funds
 - i. A percentage of any Government grants administered through the Secretariat shall be retained by the Secretariat for administration purposes as determined by the Executive Committee. This percentage will be reviewed from time to time by the Executive Committee.
 - ii. An annual subscription from members shall be levied as may from time to time be prescribed by the Executive Committee, subject to ratification by the Annual General Meeting.
 - iii. Contributions from projects towards overhead costs of the Association’s Secretariat
 - iv. Investment income
 - v. Any other donation
- b) All moneys and funds received by the Association shall be deposited in the name of Christian Health Association of Kenya in the Banks appointed by the Management Team subject to the approval of the Executive Committee.
- c) All cheques drawn on the Association’s Bank Accounts shall be signed by any two of the five office bearers. The Executive Committee may appoint additional signatories as deemed necessary for the efficient running of the Association’s operations.
- e) The accounts of the Association shall be audited at least annually by an Auditor appointed by the Annual General Meeting.
- f) The Hon. Treasurer shall be responsible for presenting to the Annual General Meeting the balance sheet and accounts of the Association.
- g) The financial year of the Association shall be from 1st January to 31st December.

ARTICLE 14: AMENDMENTS TO THE CONSTITUTION

Amendments to the Constitution of the Association must be approved by at least a two-third majority of the total voting members of the Association present at the Annual General Meeting or a Special General Meeting. Such proposed change must be notified to all members in writing at least 21 days before the meeting.

ARTICLE 15: DISSOLUTION

- a) The Association shall not be dissolved except by a resolution passed at the Annual General Meeting of the members by a vote of two thirds of the total membership.
- b) The quorum at the meeting, shall be two thirds of the total voting membership. If no quorum is obtained within one hour after the scheduled time, the meeting shall be adjourned in respect of the proposal to dissolve the Association, which shall be submitted to a further meeting which shall be held within 28 days.
- c) Notices of this meeting shall be given to all members of the Association atleast 21 days before the date of the meeting.
- d) At the adjourned meeting, a quorum shall be half of the total voting membership. A resolution to dissolve the Association may be passed by two thirds of the votes of the members present at the meeting.
- e) A resolution to dissolve the Association must be submitted to the Registrar of Societies for approval and deregistration

ARTICLE 16: DISPOSAL OF ASSETS

When dissolution of the Association has been approved by the Registrar, no further action shall be taken by the Executive Committee or any office bearers of the Association. The Trustees shall liquidate for cash all the Assets of the Association. Subject to the payment of all the debts of the Association the balance thereof shall be distributed in such other manner as may be resolved by the General Meeting at which

the resolution is passed, provided that the remaining assets must be distributed to organizations with similar charitable health services.

Constitution as amended by the AGM held on the 28th Day of April the Year 2016

In the witness thereof, the following principal parties affix their signatures at Nairobi on _____ the year of our Lord Jesus Christ.

CHAIRMAN

Rev. Dr. Robert Lang'at

Signature _____

VICE-CHAIRMAN

Dr. Mary Muchendu

Signature _____

HON. TREASURER

Mr. William Shimanyula

Signature _____

GENERAL SECRETARY

Dr. Samuel Mwenda

Signature _____

