

# **CONSTITUTION OF THE UNION OF GHANAIAN ASSOCIATIONS IN GERMANY (UGAG)**

## **Article 1**

### **NAME, SEAT**

- (a) The name of the Association shall be the; Union of Ghanaian Associations in Germany (UGAG).
- (b) It shall be the umbrella grouping of all Ghanaian Unions and Associations founded in Germany and shall be a non-political, non-religious, and non-ethnic, a non-governmental and tax free organization in accordance with the German Law.
- (c) It shall be registered in the Associations Register of the Law Court (Amtsgericht) and after that it shall be called Union of Ghanaian Associations in Germany (UGAG) e.V.
- (d) The seat of the Association shall be in the City of Cologne.
- (e) The administrative office shall be the jurisdiction of the present President.
- (f) The common language shall be English

## **Article 2**

### **AIMS AND OBJECTIVES**

The intended purpose of the Association is to promote international understanding about Ghana, its people and culture and to solicit development aid for the same.

The objects of the Association for realizing the above mentioned purpose are:

- (a) To support and co-ordinate the activities of all affiliated Ghana Unions and associations at local and state levels
- (b) To represent and provide a mouthpiece for Ghanaians at the state, federal and international levels
- (c) To serve as a medium and link between the Ghanaian Community and the Ghana Embassy in Germany
- (d) To promote integration and harmonious intercultural relations between Ghanaians and Germans, and between Ghanaians and members of other communities living in Germany
- (e) To initiate and sponsor benevolent and development projects in Ghana
- (f) To make contributions to the decision making process in Ghana and articulate the views of the Ghanaian community in Germany
- (g) To foster unity and amity amongst Ghanaians
- (h) To promote trade, investment and tourism in Ghana

(i) To endeavour to engage Ghanaian churches, clubs, other groups and ethnic-based associations to ultimately bring the entire Ghanaian community in Germany under its Umbrella through the local member unions.

(j) To disseminate positive information about Ghana to raise awareness of Ghana and its potentials in Germany.

### **Article 3**

#### **CHARITABLE NATURE**

(a) UGAG shall pursue exclusively and directly charitable purposes as defined by the Tax-privileged Purposes“ of the German Tax Law.

(b) The Association shall be acting selflessly; it shall not primarily pursue purposes of viability of a public enterprise.

(c) The Resources of the Association may only be used for the purposes stipulated in the Constitution.

(d) The members shall not obtain any contributions from the Association’s resources.

(e) No person(s) shall benefit by expenses foreign to the purpose of the Association, or by disproportionately high remuneration.

### **Article 4**

#### **MEMBERSHIP**

(a) Membership of the Union shall be open to all Ghanaian organizations in the towns and cities in Germany, henceforth referred to as the local branches

(b) Individual members of local branches registered with UGAG shall become automatic members of the UGAG.

(c) Membership shall be open to all Ghanaians by birth, by origin, and to all Ghanaians naturalized in Germany and their relatives living in Germany, as well as to interested German citizens.

(d) To acquire membership, each local branch shall apply in writing, enclosing a copy of its constitution and registration certificate.

(e) Membership can be terminated through writing to the National Executive Committee, observing a term of notice of 3 months to the end of the current calendar year.

(f) Two-thirds of the membership of the local branch must append their signature to the request to legally withdraw membership.

(g) Non-legally-registered association may register with UGAG, but under the condition that it registers legally with the responsible authority law-court (“Amtsgericht”) of the town with the help of UGAG.

### **Article 5**

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

The organs of the Association shall be

(a) The National Representative Council – (The Supreme Decision-making organ of UGAG)

- (b) The National Executive Committee
- (c) The Advisory Board
- (d) The Audit Committee

## **Article 6**

### **THE NATIONAL REPRESENTATIVE COUNCIL**

The National Representative Council (NRC) shall be the supreme decision-making organ of UGAG.

(a) It shall be composed of three representatives or delegates each from local branches that will be selected by the individual local branches to represent them at each NRC meeting. The Representatives or delegates are NOT permanent members of the NRC.

(b) A regular meeting of the National Representative Council shall be called by the National Executive Committee on demand, at least twice a year. The invitation shall be issued 1 month in advance by the National Executive Committee, announcing the preliminary schedule, to the local branch through Postal address or via e-mail.

(c) The venue for meetings shall rotate between host cities of local branches in a manner to be decided during the National Representative Council meetings.

(d) The quorum for meetings shall be two-third (2/3) of all accredited members and all decisions shall be valid and binding if approved by simple majority of members present and voting at a properly constituted meeting.

(e) The NRC shall defend and prevent misinterpretation of this constitution at all times.

(f) The agenda for each meeting of the NRC shall be determined by the National Executive Committee in consultation with the Advisory Board. The agenda for the last NRC meeting for the year shall include the following items:

- Report of the National Executive Committee including the annual financial report
- The annual report of the auditing committee
- The budget for the coming calendar year
- Motions for amendments of the Constitution, if any, then a committee should be nominated during NRC meeting.
- Election of members of the National Executive Committee
- Election of members of the Auditing Committee
- Election of members of the Advisory Board.
- Discussion of the reports
- Other matters

(g) An Emergency National Representative Council Meeting may be summoned by the National Executive Committee when the situation demands, or at the request of at least two-thirds (2/3) of the local branches.

## **Article 7**

### **NATIONAL EXECUTIVE COMMITTEE**

The National Executive Committee shall be elected by the National Representative Council for a two-year term of office at a time, provided that any member of the Executive Committee may be re-elected for a second, two-year term only.

**1.** The Executive shall comprise the following officers:

- (a)** The National President
- (b)** The National Vice-President
- (c)** The General Secretary
- (d)** The Vice General secretary
- (e)** The Secretary for Finance and Economic Matters
- (f)** The Secretary for Social and Cultural Matters
- (g)** The Vice secretary for Social and Cultural Matters

**2.** The Executive shall be the collective representation of the Association. It shall call and make all necessary preparations for national conferences and meetings.

**3.** It shall help organize and establish new local associations. It shall assist and advise local associations when necessary.

**4.** It shall support local associations in resolving issues affecting members at state and federal levels.

**5.** It shall take over matters referred to it by local associations and seek solutions for them from any quarters.

**6.** Every member of the Executive shall be responsible to the President, who in turn shall be responsible to the National Representative Council

**7. (a)** The National Executive Committee as defined by Article 26 BGB [German Civil Code] shall be the National President, the National Vice President, the General Secretary, the vice General Secretary, the Secretary for Finance and Economic Matters, the Secretary for Social and Cultural Matters and the Vice Secretary for Social and Cultural Matters.

**(b)** Two members of the National Executive Committee, namely the National President and the National Vice President shall represent the Association at court and out of court. Each of them shall have sole representative authority. Internally it is agreed upon that the Vice President only make use of his/her representative authority in case the President is prevented or not available.

**8.** The President may temporarily appoint a member to fill vacancy created by the resignation, or long absence from the country of any member of the Executive, pending confirmation from the National Representative Council.

## **Article 8**

### **A) The National President**

**(i)** The National President shall be the head of the Association and the spokesman of the Executive Committee.

**(ii)** He/She shall report to the National Representative Council, and responsible for the National Executive.

**(iii)** He/She shall present annual report of the Association at the last NRC meeting of the year.

**(iv)** He/She shall present a report on the state of the Association at meetings of the Advisory Board.

**(v)** He/She shall represent the Association internally and externally and shall be one of the signatories of the Bank Account of the Association.

## **B) The Vice-President**

- (i) He shall assist the president in the performance of his duties, and act as the head of the Association in the absence of the President
- (ii) He shall be an alternate to the President in the signing of cheques of the Association.
- (iii) He shall perform any other duties as entrusted to him by the President, the National Executive Committee or the National Representative Council

## **C) The General Secretary**

He/She shall be the scribe of the Association. In particular, he/she shall

- (i) be responsible for the general correspondence, mails and mailing of the Association. All outgoing correspondence shall be done in consultation with or on the instruction of the National President.
- (ii) Take minutes at National Executive Committee and National Representative Council meetings, and keep records and documents of the Association.
- (iii) Collate and consolidate all reports from the various executive offices and prepare the Annual Report of UGAG.
- (iv) Prepare Reports on the state of the Association for the Advisory Board meetings.
- (v) Draw up the agenda for the meeting and consider same with the National President and the National Vice President.
- (vi) Support the National President and the National Vice President in their official functions.
- (vii) Represent the National President and the National Vice President in case both are absent.

## **D) The Vice General secretary**

- (i) He/She shall assist the General Secretary in the discharge of the functions of the general secretary.
- (ii) In the absence of the general secretary, he/she shall act as the general secretary.

## **E) The Secretary for Finance and Economic Matters**

He/She shall:

- i) Keep and account for the financial records of the Association.
- (ii) Be responsible for the disbursement of funds for all UGAG programs drawn by the Executive and as approved by the NRC.
- (iii) Submit financial reports of the Association at Executive meetings when requested by the Executive and for the last National Representative Council meeting.
- (iv) Keep a “petit cash” not exceeding 150, - Euros at his/her disposal.
- (v) Any cash exceeding 150, - Euros must be paid into the Associations account.
- (vi) Be one of the signatories of the Bank Account of the Association.
- (vii) Co-operate and make all books of accounts available for auditing at all times.

#### **F) The Secretary for Social and Cultural Matters**

He/She shall:

(i) Be responsible for the execution of programs of activities drawn by the Executive and as approved by NRC.

(ii) Act as liaison between the local communities of the local branches registered with UGAG.

(iii) Keeps the Executive informed about developments, trends and activities from all quarters within the jurisdiction of UGAG.

(iv) Be responsible for all social and cultural matters brought before or conceived by the Executive and as approved by the NRC.

#### **G) Vice-secretary for Social and Cultural Matters:**

(i) He/She shall support the Secretary for Social and Cultural Matters in discharge of his/her duties.

(ii) He/She shall act as the Secretary for Social and Cultural Matters in the absence of the Secretary for Social and Cultural Matters.

### **Article 9**

#### **THE AUDIT COMMITTEE**

(a) An Audit Committee of three members shall be elected by the National Representative Council for a two year term, provided that any member of the Committee may be re-elected to serve on the Committee as long as the person wishes to be on the board or NRC wants to keep the person on the board.

(b) The Committee shall audit the accounts of the Association as frequently as necessary, at least twice a year, and submit its report to the next National Representative Council meeting.

(c) Where there are serious discrepancies in the financial accounts of the Association, the Audit Committee shall request the National Executive to give a plausible explanation and/or pay the financial losses back to UGAG.

(d) If the National Executive Committee is unable to give a plausible explanation for any discrepancy, the Audit Committee will refer the matter to the Advisory Board for its mediation.

(e) If, despite the intervention of the Advisory Board, the matter is still not resolved to the satisfaction of the Audit Committee, it shall request the National Executive Committee to call a National Representative Council meeting to discuss the matter.

(f) Should the NEC fail to call such a meeting within thirty days of the request, the Audit Committee shall submit a report thereon to the local branches and request the branches to call an emergency meeting of the National Representative Council.

(g) Members of the Audit Committee shall elect their own Chairman who shall be the spokesperson of the Committee.

(h) Every report of the Audit committee shall be signed by all members of the Committee. A member who disagrees with anything in any report may present a minority report attached to the main report setting out his views on the subject of disagreement.

(i) No serving member of the National Executive Committee shall be eligible to serve on the Audit Committee.

## **Article 10**

### **THE ADVISORY BOARD**

(a) The Board shall be composed of five (5) individuals elected at a National Representative Council Conference and a representative each from Ghana Embassy and Ghana Cargo.

(b) Members of the Board shall have no executive power or function but act as advisers to the National Executive Committee and the National Representative Council, assist in the settlement of disputes, and use their individual positions of influence in society to assist the UGAG to meet its aims and objectives.

(c) The Board shall meet with the National Executive at its own request, or at the request of the Audit Committee, at least two times a year by any means of the social media.

(d) It shall elect its own spokesman

(f) Individuals elected under paragraph A of this Article shall serve on the Board for two years, provided that they may be re-elected for a further term of two years only.

(g) No serving-member of the National Executive Board (NEC) shall be eligible to serve on the Advisory Board at the same time of being a NEC member.

## **Article 11**

### **MODALITIES OF ELECTIONS**

(a) Elections at the NRC shall be conducted by an independent body (Ghana Embassy)

(b) All position in the NEC shall be contested for in a democratically free and fair election at the NRC meeting (National Delegations Conference)

(c) Eligible local unions refers to local unions and/or associations that are registered with UGAG and are not in default of monthly dues.

(i) Only local unions or associations (legally registered and non-registered) who are registered members of UGAG may send candidates to elections at the NRC level.

(ii) Local union or associations of the UGAG might officially have submitted the names of three (3) representatives of their union or association to the appropriate body (National Executive Committee) before the NEC election and these 3 representatives will be eligible to vote in the election in question.

#### **(d) Mode of Submission:**

(i) Nominations of Candidates and/or submission Delegates shall be done in writing and submitted to the responsible office of NEC and/or any independent body entrusted with the responsibility of supervising the election.

(ii) The submissions of delegates and/or filling of nominations may be made through a registered postage or per email.

(iii) The nominations should reach the responsible offices latest one week before the date of elections.

#### **(e) Eligibility of Candidates:**

In order to be eligible for any position at the NEC election, a candidate:

i) Must be a member of an eligible local union or association of UGAG subject to **Articles 4, 11 and 15d** of this constitution.

- (ii) Must officially be nominated by an eligible local union or association as delegate to NRC.
- (iii) A candidate may be nominated by his/her local branch for a maximum of two (2) positions for the election in question.
- (iv) No individual who is not a member of a registered local branch of UGAG is eligible to contest for a position at UGAG NEC elections.
- (v) Any local branch, which fails or refuses to pay its monthly dues for three cumulative months shall be reminded by the responsible office of the NEC in writing and be given an ultimatum to settle its arrears in full, failing which that local branch shall be suspended from UGAG until it meets its financial obligations.
- (vi) A local branch of UGAG in default of monthly dues shall not be qualified or eligible to send a candidate and delegates to stand or vote at UGAG election.
- (vii) In order to be qualified or eligible to send a candidate and/or a delegate to stand or vote at UGAG election, such local branch must have paid all outstanding dues one (1) month before the election.

**(f) Eligibility of voters:**

- (i) All NRC delegates officially submitted by local unions of UGAG before the election shall be eligible to vote.
- (ii) There shall be 'one-man one-vote' system at NEC election and all decisions at NRC meetings.
- (iii) There shall be secret balloting.
- (iv) There shall be a run-off for the first two people who obtain the same quantity of votes for a position.
- (f) A contestant of any position shall be declared winner by simple majority, if the delegates meet the required quorum

**Article 12**

**FINANCE; ASSETS AND BANK ACCOUNT**

The finances and assets of the Association shall come from following sources:

- (a) Every affiliated local branch shall pay a one-time amount of 50.00 Euros as registration fee.
- (b) Every local branch shall contribute an amount of 10.00 Euros as monthly dues for the running of the Association. The amount of monthly dues to be paid shall be reviewed and fixed by the National Representative Council periodically and as and when the need arises.
- (c) The Association shall accept donations from individuals, organizations, associations, Ghanaian official and business circles in Germany and abroad, public or private institutions in Germany, and from regional and international bodies.
- (d) Proceeds from any social and cultural activities or functions organized by the UGAG.
- (e) Other sources, without any form of strings attached that may compromise the independence and objectives of UGAG.



### **Article 13**

(a) UGAG shall have its own bank account at the seat of the Association with any bank of its own choice, into which all monies coming to and/or realized by UGAG shall be paid or credited, and from which all financial obligations of UGAG shall be debited.

(b) To withdraw any money from this Bank Account two of the three signatories of whom one must be the President (or in his absence, the Vice-President) should always sign the cheques of UGAG.

(c) The Association shall not possess, and therefore will not use, any credit or debit card for withdrawal of money.

(d) The withdrawal of any amount above **500.00** Euros at a single instance shall first have to be sanctioned by the National Representative Council or by letters from the Executive Committee to all Chairmen/Presidents of local Branches where the holding of an emergency National Representative Council meeting is deemed to be cumbersome.

(e) The National Representative Council shall fix an upper ceiling for total expenditures including bank withdrawals in one year.

(f) No Executive member is allowed under this Constitution to take any bank loan or make purchases on credit in the name of UGAG. Any such transaction will not be legally binding on the UGAG or any of its organs. Found culpable of this offence removes an executive automatically from office.

(g) The Secretary for Financial and Economic Matters shall be the sole authority for cashing cheques on behalf of UGAG.

### **Article 14**

The Executive of UGAG shall through the Secretary for Financial and Economic Matters, present a detailed statement of UGAG's financial standing, showing the sources of all income and expenditure, as well as the entire assets and liabilities, at each National Representative Council Meeting, and at any special or emergency meeting of the Advisory Board summoned purposely for that issue.

### **Article 15**

#### **MISCELLANEOUS**

(a) Every local branch registered with UGAG shall be provided with a Certificate of membership bearing the logo of UGAG.

(b) Every local branch of UGAG can state underneath its letterhead, "Affiliated with UGAG with the logo" of UGAG.

(c) A member of a local branch who moves residence to another location shall automatically become a member of the local branch of the new place of residence, provided

(i) the member has cleared all financial obligations with the old local branch (e.g. dues)

(ii) Executive position is not transferable to new place of residence.

(d) Any local branch, which fails or refuses to pay its monthly dues for three cumulative months shall be reminded by the Executive in writing and be given an ultimatum to settle its arrears in full, failing which that local branch shall be suspended from the Association until it meets its financial obligations.

(e) Rules, regulations, further provisions:

(i) Every local branch registered with UGAG is subject to the rules, regulations and provisions of this UGAG's constitution and is obliged to observe same.

(ii) Any member of the NEC who is found guilty of inaction, or of abuse of official functions, or of behaviour gravely detrimental to the Association, shall be subject to a motion of non-confidence, and he or she shall be removed from his or her office by a two-third majority decision of the NRC. In the case of removal from office, a new election shall take place at the same meeting so as to replace the corresponding officer.

#### **Article 16**

##### **AMENDMENT**

(a) An amendment or a repeal of a part or the whole of this Constitution shall be valid ONLY if approved by two-thirds of delegates present at a National Representative Council meeting.

(b) The validity of the amended constitution becomes effective and binding after 3 months if no objection has been raised from any registered local branches of UGAG.

#### **Article 17**

##### **DISSOLUTION OF THE ASSOCIATION**

In case UGAG is dissolved or the tax-privileged purpose lapses, the assets of the UGAG shall devolve upon a legal person of public law or some other tax-privileged incorporated body, which shall make direct and exclusive use thereof for charitable purposes.

*The above Constitution was approved by the National Representative Council (NRC) meeting held on the 1st November 2003 in Landshut.*

*The Amendment of this constitution was approved by the National Representative Council (NRC) meeting held on 6th November 2015 in Bremen.*