

CONSTITUTIONS

PREAMBELE:

We, the members of the Al-Huda International Cultural and Education Centre having firmly resolved to come together for the purpose of propagating the Islamic Religion, assisting indigent Muslims, youth development in Islam and enhance humanitarian services to all Muslims worldwide provide for a constitution that will enable us achieve our objective. Do hereby make and give onto ourselves the following constitution..

Article 1: NAME OF THE FOUNDATION

The foundation shall be known as **Al-Huda International cultural and Education Centre (AICEC)**

Article 2: INCORPORATION AND REGISTERED OFFICE:

Al-Huda International cultural and Education Centre (AICEC) shall be incorporated under laws of the Federal Republic of Nigeria and its registered office shall be situated in Nigeria.

Article 3: AIMS AND OBJECTIVES

Propagation of Islamic Religion according to teaching of Ahlul Bayt(a.s.)

Assisting Indigent Muslims

To serve as a means of bringing together or uniting all differences within the schools of thought in Islam by civilized debate and education.

Youth Development in Islam

To hold as a primary tenet of the organization the reliance on the ideals of the Quran as interpreted by the prophet (s.a.) and members of his household (a.s.).

To enhance brotherhood and co-operation among the members toward the common course and goal of existence.

To educate the larger society to the values of a society wherein examples of leadership, moral behavior, and co-operation can serve to exemplify a structure that will improve the lives of its citizens.

To continue to train members and others spiritually and morally.

ARTICLE 4: SOURCES OF FUNDING

The centre shall be funded through

Philanthropic donation from reputable private organizations, foreign agencies, and individuals committed to our objectives.

Education and Enlgihtment – Seminars, training, workshops, publications, video and audiovisual materials.

ARTICLE 5: ORGANS OF THE ORGANISATION

The centre shall be composed of the following organs to pursue its aims and objectives.

THE BOARD OF TRUSTEES

EXECUTIVE COUNCIL

5.1 BOARD OF TRUSTEE:

- a. The Trustee of **Al-Huda International cultural and Education Centre (AICEC)** for the purpose of part C of the Companies and Allied Matters shall be appointed at a general meeting by 2/3 majority votes of members present.
- b. Such Trustee shall be four (4) in numbers and shall be known as the Registered Trustees of **Al-Huda International cultural and Education Centre (AICEC)**.
- c. The Trustee shall hold office for life but a Trustee shall cease to hold office if he or she:

Resigns his / her office

Becomes insane

Is officially declared bankrupt

Is convicted of a criminal offence involving dishonesty by a court of competent jurisdiction.

Is recommended for removal from office by a Two-Thirds (2/3) majority of members of **Al-Huda International cultural and Education Centre (AICEC)** present at any general meeting of **Al-Huda International cultural and Education Centre (AICEC)** fixed for that purpose.

Ceases to reside in Nigeria.

The Trustee shall hold meetings at least once in every Calendar year at such other times and in such places as they shall from time to time decide.

Upon a vacancy occurring in the number of the trustees, a meeting shall be held to appoint another trustee. A simple majority of members of **Al-Huda International cultural and Education Centre (AICEC)** is sufficient to form a quorum to appoint another trustee.

There shall be vested in the Trustees all the property of **Al-Huda International cultural and Education Centre (AICEC)** including cash, which will be controlled as hereinafter, provided.

The Trustees may deal with the property so vested in them by way of sale, mortgage, charge, lease or otherwise whosoever.

Every matter shall be determined by a simple majority of votes or the Trustees present at voting, provided that the Chairman in event of a tie shall exercise a casting vote.

Any resolution of the Trustees may be rescinded or varied from time to time by a simple majority vote of the Trustees.

The Trustee shall keep an inventory of all the property and equipment of **Al-Huda International cultural and Education Centre (AICEC)**

5.2 EXECUTIVE COUNCIL

2 (a) **Composition:** The Executive Council shall consist of all the Executive Officers of the foundation.

(b) **The Executive Officer:** The Executive Officers of the foundation shall include:

1. The Chairman
2. The Vice-Chairman
3. The Secretary
4. The Treasurer
5. P.R.O
6. Auditor

5.3 QUORUM

A simple majority of member of the Executive Council including the Chairman, Secretary and Treasurer shall form a Quorum at the meeting.

5.4 FUNCTIONS OF THE EXECUTIVE COUNCIL

- (a) The Executive Council shall be responsible for formulating policies and approving major projects of the foundation.
- (b) The Executive Council shall approve the annual budget of the foundation.

5.5 BUDGET COMMITTEE

The Chairman, Secretary and Treasurer shall form the Budget Committee. The Budget Committee shall be responsible for drafting of the budget.

5.6 FUNCTIONS OF THE EXECUTIVE OFFICERS.

(a) Chairman

The office of the Chairman shall be responsible for the day to day administration and management of the foundation.

The Chairman shall preside over all meetings of the foundation.

Authorized payments of all approved expenditures

Present an address at the annual general meetings

The Chairman shall assign duties any time to every member of the foundation.

(b) Vice Chairman

Duties of the Vice Chairman

Shall be empowered to perform all the functions of the Chairman in his absence

Becomes the Chairman in the event of death, resignation, or removal from office of the Chairman.

(c) Secretary

- (1) Supervise the running of the secretariat, arrange for all general meeting, Executive Council Meetings and other related meetings that will be in the interest of the foundation as directed by the Chairman.
- (2) Prepare all meetings of the Annual General Meeting
- (3) Shall be responsible for all correspondences to and from of the **Al-Huda International cultural and Education Centre (AICEC)**

(d) Treasurer

- (1) Receive all centre monies and lodge same in the name of the centre in an account opened in the name of **Al-Huda International cultural and Education Centre (AICEC)**
- (2) Make all payments authorized by the Chairman
- (3) Keep all the records of the income and expenditure of the **Al-Huda International cultural and Education Centre (AICEC)**
- (4) Shall assist the Auditor in the discharge of his assignment.

(e) Public Relation Officer

- (1) Be responsible for corporate matter such as press, protocol, and projecting a good image for the foundation.
- (2) Shall be responsible for all public announcements
- (3) Shall be in contact with various branches of the Media
- (4) Shall be Chair of the Media Committee

(f) Auditors

- (1) The members at general meeting shall appoint the Auditors from among the members to audit the account of the foundation.
- (2) It shall be the duty of members at general meeting to appoint independent auditors to audit the account of the foundation annually.

5.7 SIGNATORIES TO THE FOUNDATION ACCOUNT

The following officer shall be signatories to the foundation accounts

Chairman

Treasurer

Public Relation Officer

5.8 Committees

To assist the Executive in the discharge of their functions and to further the goals of the organization, committees will be constituted.

Publicity And Publication Committee

Shall assist the Publicity Officer in his attempts to make the organization a well-known entity that is well respected.

Shall assist in the publication of newsletters, flyers, brochures, and other materials needed to advertise the **Al-Huda International cultural and Education Centre (AICEC)**.

2. **Fund Raising Committee**

Shall assist the Executive in its attempts to source funds to finance the **Al-Huda International cultural and Education Centre (AICEC)** programs and projects.

Shall research sources of funding from other NGO's, government entities, foundations. Etc.

3 **Media Committee**

Shall research and explore the possibility of establishing **Al-Huda International cultural and Education Centre (AICEC)**'s media centres for the purpose of propagation of Islam.

When established, shall supervise the operation of such stations.

4 **Sister's Committee**

A sisters' committee shall be established to balance the activities of the organization so that no member's family will be left destitute;

Be aware of those social problems that clearly affect women and children and suggest to the Executive Committee programmes for solving those problems.

Shall be responsible for designing educational programs to be aired through the AICEC's media network that will speak directly to women.

ARTICLE 6: APPOINTMENT OF EXECUTIVE OFFICER:

The Executive Officers shall be appointment by the members from amongst themselves based on consensus of the members.

ARTICLE 7: DISCIPLINE

An erring officer shall be removed from office on the recommendations of the executive council to the Annual General Meeting.

Any member of the **Al-Huda International cultural and Education Centre (AICEC)** whose activities contravenes the aims and objectives of the foundation shall be discipline by the annual general meeting on the recommendation of the Executive Council.

There shall be a discipline committee set by the Chairman to consider all cases of indiscipline.

ARTICLE 8: MEMBERSHIP

Al-Huda International cultural and Education Centre (AICEC), a non-political, non-ethnic and non-profit making foundation, membership of the foundation is open to any member of the public who is screened and vouched for to be centre. And is of sound moral provision in the society and strictly adheres to the Islamic Religion. Such a person shall be selected in accordance with the practice and convention of the centre.

ARTICLE 9: GENERAL MEETING

The Annual General Meeting shall be the supreme body of the centre

The Annual General Meeting shall be held in the month of January every year at a place decided by the Executive Council.

The Agenda for the Annual General Meeting shall be prepared by the Secretary – and approved by the Executive Council.

At each Annual General Meeting all Executive Officers will be expected to present reports of their activities.

Extra ordinary General Meeting. The Chairman can summon an extra-ordinary general meeting to discuss any important matter which cannot wait for the annual general meeting.

A simple majority of the member including Chairman, Secretary and Treasurer present at any meeting is sufficient to form a quorum.

PATRONS:

The Executive council shall have the powers to appoint Patrons and Matrons to the centre as the need arises. Such a person to be appointed as Patron or Matron should have been sincerely related to the centre and has the capacity to advance the aims and objectives of the centre.

ARTICLE 10: AMENDMENT

The amendment of the constitution shall be subjected to the approval of the Registrar-General Corporate Affairs Commission.

The constitution shall be amended or revised in part or whole upon recommendation of the Executive Council to the Annual General Meeting.

The amendment or review of the constitution shall be effected by 2/3 (two third) of members of the foundation at the Annual General Meeting. The rules and regulations herein entrenched in this constitution shall (not) be subjected to amendment either by way of alternation or violation. The amendment shall on proposal enjoy 2/3 – majority support of both the Executive Council and the centre in – session.

ARTICLE 11: COMMON SEAL

The Trustees shall have a Common Seal; such Common seal shall be kept in the custody of the Secretary who shall produce it when required for use by the Trustees/Trustee. All documents to be executed by the trustees shall be signed by such of them and sealed with Common Seal of the centre.

ARTICLE 12: CERTIFICATE OF INCORPORATION AND POWER TO ACCEPT AND HOLD LAND IN TRUST.

- (5) The trustees shall apply to the Corporate Affairs Commission for certificate of Incorporation. If such certificate is granted, the trustees shall have the power to accept and hold in trust all land belonging to **Al-Huda International Cultural & Education Centre (AICEC)** and to acquire land of **Al-Huda International Cultural & Education Centre (AICEC)** subject to conditions as the Commission may impose.

APPENDIX A'
SPECIAL CLAUSE:

(6) The income and property of **Al-Huda International Cultural & Education Centre (AICEC)** however derived shall be applied solely towards the promotion of the objects of **Al-Huda International Cultural & Education Centre (AICEC)** as set forth in this constitution, and no portion thereof shall be paid or transferred directly, by way of dividend, bonus or otherwise however by way of profit to the members of **Al-Huda International Cultural & Education Centre (AICEC)** provided that nothing herein shall prevent the payment, in good faith or reasonable and proper remuneration to any officer or servant of **Al-Huda International Cultural & Education Centre (AICEC)** in return for any service actually rendered to the **Al-Huda International Cultural & Education Centre (AICEC)** but so that no member of the council of management or governing body shall be appointed to any salaried office of **Al-Huda International Cultural & Education Centre (AICEC)** paid by fees and that no remuneration or other benefit in money of money shall be given by **Al-Huda International Cultural & Education Centre (AICEC)** to any member of such governing body except repayment of out-of-pockets expenses or reserve and proper rent for premises demised, or let to the centre provided that the provision last aforesaid shall not apply to any payment of any company to a member of **Al-Huda International Cultural & Education Centre (AICEC)** may be a company in which such a member shall not hold more than one hundred percent of the capital and such a member shall not be bound to account for any share or profit he may receive in respect of any such payment.

No addition, alteration or amendment shall be made to or in the CONSTITUTION for the time in force, unless the same have been previously submitted to and approved by the Registrar General.

In event of the WINDING UP or DISSOLUTION of **Al-Huda International Cultural & Education Centre (AICEC)** there remains after the satisfaction of all its debt and liabilities any property whatsoever, the same shall not be paid to, distributed among the members of **Al-Huda International Cultural & Education Centre (AICEC)** but shall be given or transferred to some other institutions, having objects similar to that of **Al-Huda International Cultural & Education Centre (AICEC)** and the body or bodies are prohibited from distributing its or their income and property amongst its or their members to an extent at least as great as is imposed past on the **Al-Huda International Cultural & Education Centre (AICEC)** or by virtue of the special clause hereof such institution(s) to be determined by the members of **Al-Huda International Cultural & Education Centre (AICEC)** effect cannot be given to the aforesaid provision, then to some charitable object.