

**THE REPUBLIC OF SOUTH SUDAN
THE NON – GOVERNMENTAL ORGANIZATION ACT, 2016**

**THE CONSTITUTION
OF**

ACTION FOR CONFLICT RESOLUTION

(ACR)

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PREAMBLE:

South Sudan experienced significant improvement upon the signing of the Comprehensive Peace Agreement in 2005. On 9th July 2011, South Sudan seceded from Sudan after a twenty-two year-long civil war, and six years of uncertain peace. It was a moment of hope. However, since 15th December 2013, Having fighting and internal conflicts across South Sudan led to an appalling loss of life, widespread looting, and the displacement of hundreds of thousands of people due to a conflict that has rapidly assumed regional dimensions. There is an urgent need for peace building, and for civil society actors to intervene, and help to enable a peaceful settlement to the conflict. Actions for Conflict Resolution (**ACR**) shall take a part in this process, and mediate between communities, emphasizing the dialogue necessary for sustainable conflict resolution.

ACR was formed on 24th March 2014 to mitigate the conflict scarring South Sudan. It believes in collaborating with other stakeholders to enhance peaceful co-existence among the communities of South Sudan regardless of age, gender, and ethnicity.

ACR values the involvement of stakeholders in state and local-level decision making in order to build a sustainable peaceful society in South Sudan. Accountability to grass roots organizations will ensure good governance, transparency, and accountability. ACR will engage with traditional leaders and involve them in decision making with the aim of influencing national and sub national policy.

ACR will play an active role in communities' peace-building mechanism at the Bomas, Payams, county, and state level. Through its programs, ACR seeks to identify and develop early warning and response indicators that will allow the prompt and efficient intervention in local conflict situations, which will allow their early mitigation. ACR will also produce policy recommendations for national and international actors, in order to improve capacity to prevent conflicts spiraling out of control. ACR will engage with various stakeholders on policy and strategies to respond to possible and actual conflicts at the state-level.

ACR will address justice issues that affect communities through advocacy. It will work closely with law practitioners to promote human rights issues, and involve women, children, and law enforcement in its projects. ACR is legally registered by the Ministry of Justice No: (2,556) and Relief and Rehabilitation Commission RRC.

STRATEGIC FOCUS

We believe in empowering community's access to development, services and rights such that they can build collective policy to challenge negative develop of conflict. We engage community in peaceful settlement where Education, Food security, WASH, Peace building and good governance is paramount in the mentioned thematic areas as key focus areas

ACR five key thematic areas

- Peace building, Rule of law and governance
- Education
- Child protection and Gender Based Violent
- WASH
- Food security and livelihood

Main Area of focus: peace building.

Justification: ACR will recruit and train South Sudanese citizens to staff outreach programs that engage with issues such as land disputes, good governance, livelihood building, and income-generating activities. Our staff will multiply their effectiveness by training others.

ARTICLE I: NAME

The name of the Organization is **ACTION FOR CONFLICT RESOLUTION (ACR);**

ARTICLE 2: VENUE:

The headquarters of the Organization shall be based in Juba, Central Equatoria State, & other branch office in Unity State and later to other states within the Republic of South Sudan.

ARTICLE 3: VALUES:

The following are the Code of conduct and ethics of ACR:

1. Consultative, inclusive, and decisive.
2. Respectful: we believe that the quality of personal interaction is as important as its substance.
3. Disciplined and results-orientated.
4. Learning orientated and knowledge-based.
5. Balanced in our information sources and approach to gender, culture and age.
6. Transparent, honest, and sincere.
7. Objective by creating and protecting a neutral space.
8. Caring and empathetic.
9. Pioneering in seeking new and better ways to be effective

ARTICLES 4: Core values:

- Peace is about resolving conflict without violence.
- Respect for local culture and belief in the power of local capacities, ideas, and solutions.
- Trust between people is a critical foundation for lasting peace.
- Integrity in ensuring that we are principled, forthright, and sincere.

- Participation is a key as active interaction transforms relationships
- **Respect:** We affirm the dignity, potential and contribution of participants, donors partners and staff and community
- **Integrity and transparency:** We act consistently with ACR's mission, being honest and transparent in what we do and say and accept responsibility for our collective and individual actions.
- **Commitment:** We work together effectively to serve ourselves to the highest levels of learning
- **Excellence:** We constantly challenge ourselves to the highest levels of learning.

ARTICLE 5: INTERPRETATIONS:

Organization: means ACTION FOR CONFLICT RESOLUTION (ACR);

Board: means the Board of directors of the ACR

Member: means member of the ACR under any of its categories mentioned in article 8 of this constitution and accepted to ACR as approved by the constitution;

Constitution: shall mean the constitution of ACTION FOR CONFLICT RESOLUTION;

Committee: means specialized Committees of the Organization;

Target Population: means the beneficiaries of the organization in the areas of its operations;

Executive committee: means the full time assigned and appointed personnel of the organization;

Regulations: shall mean detailed rules or laws for the daily running of the organization and form part of the constitution.

ARTICLE 6. VISION

A peaceful, Accountable, and prosperous Community based on Justice, Equality and respect for Human rights.

ARTICLE 7. MISSION

Deepening peace-building to mitigate conflict and Advocate for Sustainable Development. We believe in widow of listening, the power of participation for the community concerns.

ARTICLE 8: Background of ACR

ACR is a non-political organization that bridges important gaps between the government and grassroots communities, in order to enable a durable peace in South Sudan and surrounding region.

ARTICLE 9. GOAL:

Our Goal is to mediate the community for peaceful a dialogue to have a tranquility atmosphere which enable them to focus on development in the areas of Peace building, Education, good governance, WASH & Food security for all.

ARTICLE: 10 Main Objectives:

ACR is working towards achieving the following objectives for the benefit of its target poor and vulnerable population in South Sudan socially and economically.

- ❖ Improving protection of all children and response system mechanism
- ❖ Increase awareness of messages of protection by 50%
- ❖ Strengthen family tracing and re-unification of separated and children associated with armed forces by 50%
- ❖ Improved delivery of psychosocial supports to the conflict victims during the 2016 by 2017
- ❖ Offer children opportunities to develop learn, play and build resilient
- ❖ To sensitize communities against abuses that is committed against children knowingly or unknowingly.
- ❖ Improve access to quality drinking water by 2018.
- ❖ Improve quality of livelihood latrine and advocate for their usage
- ❖ Strengthen the capacity of WASH committee to manage the resources in a good manner.
- ❖ Support the development of skills, knowledge and attitude change in conflict transformation.
- ❖ Support activities aimed at empowering the youth and engaging them in conflict transformation.
- ❖ Support community peace dialogues and reconciliation.
- ❖ Strengthen peace advocacy, education and communication process
- ❖ Support coordination, collaboration and networking in peace building activities.

- ❖ Provide agriculture inputs such as seeds and fertilizers to the farmers and IDPs communities.
- ❖ Promote and provide skills on farm practices (vegetables seeds growing) to alleviate shortage and encourage self-reliance among the communities.
- ❖ Organize farmers and strengthen their capacity to improve and increase food protection.
- ❖ To create a sense of awareness for the women folk towards sustainable agriculture production.
- ❖ To construct, expand and rehabilitate more schools
- ❖ To eliminate barriers to girls education and promote gender equality throughout the education system.
- ❖ Provide conducive learning environment for pupils with special educational needs
- ❖ Enduring schools access for conflict affected children
- ❖ Increase enrolment in schools
- ❖ Support adult education programme

ARTICLE 11. Sub. OBJECTIVE (Actual activities)

1. To advance the understanding and practice of leadership by strengthening and developing the integrity and effectiveness of leaders.
2. To construct educational centers where vocational training and adult education shall be provided as it will bridge the gap of education created by the previous conflict.
3. Strengthening of community capacity through youth to deal with peace and conflict issues through establishment of youth centres as community organization that integrate indigenous peace building and conflict prevention systems.
4. Build virtual reference centre about conflict and peace resolution among the communities of South Sudan.
5. To strengthen the capacity of community institutions to identify and prioritize community needs, to develop plans geared towards participatory problem solving, especially with regard to the delivery of goods and services.

6. ACTION FOR CONFLICT RESOLUTION shall empower youth and women by training them on hair designing skills.
7. To foster all round social and economic spheres of the target youth and children in various Counties through the enhancement of friendship in the field of resources and establishment of service centers in strategic locations accessible to all youth and street children in South Sudan.
8. Relief the victims of natural disasters and specifically the raped survivors/ women and girls who are destitute and vulnerable people in the communities of South Sudan.
9. To mobilize food and resources both locally and internationally to initiate projects for the empowerment of people with disability and this of cause does not imply inability and to promotion of peace and conflict resolution and to enhance local skills through skills development and vocational training for youth and other vulnerable groups.
10. To create a favour for exchange of ideas to provide better understanding of health HIV/AIDs awareness and other community issues.
11. Reduction of poverty by helping the needy, ignorance and thus improve the quality of life of the conflict survivors, widows, orphans', and all the vulnerable children in South Sudan.
12. To network with other organizations, with the same interests so as to minimize duplication but enhance synergy. This way will Support peace initiatives in collaborations with other actors, donors, communities, Government and other peace loving people.

ARTICLE 12: MEMBERSHIP AND GOVERNANCE

12.0 MEMBERSHIP

The subscribers to this Constitution and such other persons or Organizations as the Board of Organization may from time to time admit to membership, shall consist of four categories:

1. **Full members**, and shall be South Sudanese above the age of eighteen (18) from the areas where the organization operates;

2. **Associate members**, and shall be South Sudanese above the age of eighteen (18) from other areas in South Sudan;
3. **Honorary members**, and shall be persons above the age of eighteen (18), whom the organization deemed to have contributed substantially to the betterment of the people the organization intended to help;
4. **Corporate members**; shall be members representing organized bodies and other development organizations.

ARTICLE 13: SUBSCRIPTION FEE

1. The subscribers to this Constitution shall be obliged to pay membership fee upon which he/she can be fully accepted. The payment must be complete within six consecutive months.
2. The membership fee for every member in the four categories shall be determined and fixed by the Board of Organization.

ARTICLE 14: RIGHTS AND DUTIES OF MEMBERS

Every member of Organization shall have the right to:

1. Run for any elective or appointive office of the organization
2. Participate in meetings and contribute to the deliberations of those organs or bodies within or outside the organization of which he/she is a member;
3. Access general information kept in organization's files by the Executive Secretary;
4. Protection and solidarity from other organization members and officials when or if victimized for performing, in good faith, his/her duties and responsibilities as member of organization;
5. Use the facilities of organization in accordance with the rules and regulations governing the use of such facilities;
6. Every Member of the organization shall have the duties to be transparent, accountable and gender sensitive;
7. Regularly and promptly pays dues, subscriptions or fees as prescribed by organization's constitution and by-laws; Actively, attend and participate in meetings, functions and activities of the organization;
8. Respect and uphold organization's constitution and to completely comply with its by-laws, rules and regulations;
9. Perform all assignments with diligence, orderliness and to complete them within the given time;
10. Comply with organization's leadership code of conduct, of which each member should acquire a copy and must read carefully or have it read and explain to him/her
11. Vote whenever and wherever voting is required under this Constitution and By-laws;
12. Observe confidentiality of the affairs of the organization;

ARTICLE 15: LOSS OF MEMBERSHIP

Any member shall cease to be a member of the Organization if:

1. He/she dies, or medically declared insane;
2. He/she gives one month's written notice to the Board of his/her intention to resign from membership. Upon the expiry of such notice he/she shall cease to be a member;
3. He/she has been found with gross misconduct.
4. He/she revealed any secret information of the organization.
5. He/she has not paid monthly subscriptions.
6. Absence from attending three meetings consecutively
7. Any member who loses his/her membership is not entitled to any refund of his/her monthly subscriptions or any monies that he/she contributed while he/she was an active member of the Organization.

ARTICLE 16: THE STRUCTURE OF THE ORGANIZATION

The structure of ORGANIZATION shall consist mainly of:

1. The General Assembly;
2. The Board of Directors;
3. Executive committee;

ARTICLE 17: THE GENERAL ASSEMBLY (G.A.)

The General Assembly shall consist of:

1. Delegates elected by the bona fide members;
2. The outgoing members of the Board;
3. Founding members of the organization shall also be members of its First General Assembly.

17.1 The Function of the General Assembly:

1. It shall be the Supreme Authority of the organization;
2. It shall hold its ordinary meetings once every year. Its Extra-ordinary or emergency meetings shall be called by the Board or on a written request to the Chairperson of the Board by 1/3 of its members. And it shall be chaired by the Chairperson of the Board or by the Deputy in case of the absence of the Chairperson;
3. Quorum shall be taken by simple majority of its members, who are present and have voting rights; and quorum shall be two-third (2/3) of its total membership;



4. Shall receive, discuss and approve the reports of the Board;
5. The General Assembly shall initiate, discuss and approve Organization's strategic plan for the next five years;
6. The general Assembly shall discuss and approve Organization's budget as presented by the Board;
7. Approve recommendation of dismissal of members,
8. The General Assembly shall appoint a *standing* Executive committee made up of competent and skillful people;
9. The internal proceedings of the General Assembly shall be regulated by the by-laws;
10. The General Assembly shall elect the Board of Directors.

ARTICLE 18: BOARD OF DIRECTORS

1. Until otherwise varied by a special resolution passed at the General Assembly, the Board shall consist of honorary and associate members;
2. All members of Board shall be elected by the General Assembly, and shall be in the office for two (2) years, and may be re-elected only two times;
3. The decisions of the Board shall be by a simple majority vote of the members present. In case of a tie, the Board Chairperson shall cast a second deciding vote.

18.1 The Duties of the Board of Directors shall be:

1. The formulation of policies, direction and guidance of the Executive committee and the whole organization towards the achievement of the objectives mentioned above.
2. From amongst its membership and co-opted persons, the Board of Directors shall, establish a specialized committees, for the enhancement of performance of the organization;
3. The Board shall meet twice a year, however, the Chairperson or deputy or 1/3 of the members of the Board may call an emergency meeting;
4. The Board of Directors shall interview, employ, supervise and discipline members of the Executive committee;
5. It shall spell out the functions and duties of each committee/directors, and shall formulate internal rules for the procedures of the committees and functional departments;
6. It may, whenever necessary, increase, decrease, restructure or terminate any of the standing committees or department;

18.2 The functions of the Board of Directors shall be:

1. Responsible for ensuring that Organization's mission, vision, objectives and Constitution are implemented and adhered to by all members;

2. The Board shall appoint auditors, mobilize resources and observe Organization's Leadership's Code of Conduct;

NB: Any member of the Board may appoint another member to be his/her alternate, to act in his/her place at any meetings of the Board at which he/she is unable to be present. Every appointment and revocation under this paragraph shall be effected by notice in writing under the hand of the appointer served on the organization and such alternate.

ARTICLE 19: EXECUTIVE COMMITTEE

The day to day affairs of organization shall be, managed by the following officers appointed by organization's Board of Directors are:-

1. Executive Directors
2. Programme Manager
3. Finance Head of department
4. Human Resources and training Head of department
5. WASH Project Head of department
6. FSL Project Head of department
7. Logistic and Procurement Head of department
8. Peace building and conflict mitigation/Human Rights Head of Department
9. State Operation Manager
10. Education Project Manager
11. Child Protection and GVB manager

The above officers shall be competent people with relevant skills, and also people of high integrity;

- i. The Executive Secretary shall be the chief officer of the executive committee with responsibilities for planning and daily management of Organization's affairs;
- ii. The Officers in the executive committee shall receive guidelines and directives from Organization's Board of Directors;
- iii. The Executive committee shall be responsible for budget preparation, resource mobilization, implementation, monitoring and evaluation of the projects funded through Organization and good will;

ARTICLE 20: DUTIES OF EXECUTIVE COMMITTEE

20.1 Chairman shall:

1. Be the head of the organization and shall, generally, represent and act on behalf of the organization;
2. Call, chair and direct the executive committee meetings, and do all such acts as may be necessary for the smooth and efficient running of the organization;
3. Be one of the primary signatories to the cheques and Bank Accounts of the organization;
4. Be the official custodian of all records and assets of the organization;

5. Appoint and revoke the appointment of any junior staff of Organization, in accordance with labor laws in the country;
6. Call, in consultation with other members of the Executive committee, for the formation of Committees for a specific tasks;

20.2 Vice Chairman

1. Act in the absence of the chairman;
2. Work in collaboration with the chairman to foster and ensure smooth running of the organization.
3. Shall assist the chairman in the discharge of the administrative duties and junior personnel supervision.

20.3 Secretary General (Executive Director)

1. Acting as the secretary of the Board and general meetings
2. With consultation with his/ her team, arrange and prepare the agenda and venue for the meetings of the organization.
3. Be the official custodian of all records and assets of the organization;
4. Acts as the official spokesperson of the organization, and shall sign all official invitations or gatherings;
5. Shall coordinate all development projects run by Organization Identify problem areas and write project proposals on behalf of the Organization;
6. To monitor and evaluate all Organization's projects;
7. Liaise with other NGOs on strategic development areas;
8. Consult with the Programme Coordinator in resolving matters concerning the projects;
9. Program Coordinator represents the Executive Director in NGOs in case he/she is not able to attend.

20.4 Treasurer

1. The treasurer shall, generally, ensure that proper accounting procedures are adhered to, and shall:
2. Be responsible for all the finances and liaison with the Accountant keeping a proper accounting of all the financial records of Organization;
3. Open a bank account on the advice of the Board and the chairman, and to ensure that all drawings from the account shall be countersigned either by the Chairman and /or the program coordinator;
4. Provide reports on the financial statement of Organization and audited accounts to the General Meetings;
5. Together with the Executive Director organize fund raising activities for the Organization; be a signatory to the cheques and Bank Account of the Organization.

20.5 The Program Coordinator

Be responsible for the organization's projects and make all the follow ups.

20.6 Public Relations Officer

1. Shall be responsible to make or coordinate relationship between the organization and other organizations.
2. He / she shall act as liaison officer to any other organization and the government institutions.

ARTICLE 21: REMOVAL OF A MEMBER OF EXECUTIVE COMMITTEE

1. The Board, by resolution, shall remove any member of the Executive committee from office. If such a member is aggrieved at his/her removal, he/she may appeal to a General Meeting to be called for this purpose. In the meantime, he/she shall cease to act as a member of the Executive committee or hold any other office under the Organization;
2. The members of the Executive committee, for the time being, may act notwithstanding any vacancy in the Executive committee;
3. However, in case the members of the Executive committee shall at any time be reduced in number to less than the minimum number prescribed by this constitution, that number shall be quorum for the purpose of filling up the vacancies in the Executive committee and of summoning a General Meeting, but not for other purposes;
4. The Executive committee may co-opt any person or expert to assist them in any capacity which they shall think fit.

ARTICLE 22: DISQUALIFICATION OF A MEMBER OF EXECUTIVE COMMITTEE

A member of the Executive committee shall post be vacated if:

1. He/she becomes mentally unsound;
2. He/she fails to attend the meetings of the Executive committee for six times without special leave from the Executive committee;
3. By notice in writing to the organization he/she resigns his/her office;
4. He/she is removed from office by a resolution duly passed under this constitution;
5. He/she is removed from membership of Organization pursuant to a resolution of Organization.

ARTICLE 23: FORMATION OF COMMITTEES

1. The Board of Directors shall, form and delegate any of its powers to a committee consisting of such members as it thinks fit;
2. Any such committee so formed shall, in the exercise of the powers so delegated to it, conform to any regulations prescribed by the board.

3. For the time being, the meetings and proceedings of any such committee shall be governed by the provisions of this constitution regulating the meetings and proceedings of the organization so far as applicable and so far as the same shall not be superseded by any rules made by the board.
4. All acts bona-fide done by any meeting of the Executive committee or of any committee formed by any person acting as a member of the Executive committee shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment or continuance in office of such member or person acting as aforesaid or that they or any of them were disqualified be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a member of the board.

ARTICLE 24: MEETINGS AND PROCEEDINGS

The Board of ACR:

1. May meet for the dispatch of business, adjourn and otherwise regulate third meeting as they think fit;
2. The quorum necessary for the transaction of business shall be **NOT** less than half the membership of the board.
3. Questions arising at any meeting shall be decided by a majority of votes. In case of any ties of votes the chairperson shall have a casting or second vote.

ARTICLE 25: MANNER OF CALLING BOARD MEETINGS

a) Normal Meetings:

All normal meetings of the Board shall be summoned by the Chairperson, acting in consultation with the Secretary, by giving at least 15 days' notice accompanied by the proposed agenda.

b) Requisitioned Meetings:

Member of the board may, and on the request of at least two-third (2/3) of the members of the board shall, at any time, summon a meeting of the BOARD by at least twenty-one days' notice with an indication of the proposed agenda.

ARTICLE 26: GENERAL MEETINGS

1. **Organization**, shall have three kinds of meetings; General Assembly, Annual General and Extra-ordinary;
2. ACR shall hold a General Assembly every four years, in addition to any other meetings in that year, and shall specify the meeting as such in the notice calling it;
3. The Annual General Meeting shall be called ordinary general meeting every year and all other general meetings shall be called Extraordinary General meetings;

4. The Executive committee, in consultation with the Board, may, whenever it thinks fit, convene an extraordinary general meeting;
5. The Executive committee, in consultation with the Board, shall also proceed to convene an extraordinary general meeting, on the requisition of not less than one-third of the members of ACR. Provided that the requisition must state the objectives of the meeting, and must be signed by the requisitioners and deposited at the office;
6. At least, twenty one (21) days' notice, specifying the place, the day and the hour of the meeting of ACR shall notwithstanding, that it is called by shorter notice than specified in the constitution be deemed to have been duly called if it is so agreed by all the members entitled to attend and vote thereat.
7. Provided also that the accidental omission to give notice to or the non-receipt of notice of a meeting by any person entitled to receive such notice shall not invalidate the proceeding of that meeting;

ARTICLE 27: PROCEEDINGS AT GENERAL MEETINGS

1. There shall be no business transacted at any General Meeting or Extraordinary General Meeting, unless a two-third quorum of members is present at the time when the meeting proceeds to business. Members present in person or by proxy shall constitute a quorum;
2. If within half an hour (1/2hr) from the time appointed for the meeting a quorum is not present in the meeting convened upon the requisition of members, the chairperson shall call the meeting off; and in any case it shall stand adjourned to the same day in the next week at the same time and place and if at such adjourned meeting a quorum is not attained within half an hour from the time appointed for the meeting, the meeting shall then be dissolved;
3. The Board Chairperson or in his absence the deputy chairperson, if present shall preside in every general meeting. If at the meeting neither of them is present within 15 minutes after the appointed time for holding of the meeting, the members present shall designate one of their members to be the chairperson of the meeting;

ARTICLE 28: VOTING AT GENERAL MEETINGS

1. Every member shall have one vote, either by secret ballots or show of hands;
2. On a secret poll, votes may be given personally or in proxy, provided that the instrument appointed in a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorized in writing, or, if the appointer is a corporation either under seal, or under the hand of the officer or attorney duly authorized. A Proxy need not be a member of the Organization provided that no person shall be entitled to be appointed a proxy of more than two members.
3. The instrument appointing a proxy and the attorney or other authority, if or a notarially certified copy of that power or authority shall be deposited at the office at such other place convening the meeting, not less than 48 hours before the time for

nature of his/her interest at a meeting of the Executive committee at which the question of entering into the contract is taken into consideration;

2. This member of the Executive committee shall not vote in respect of any contract or arrangement in which he/she is interested.

ARTICLE 32: INDEMNITY OF THE MEMBERS OF EXECUTIVE COMMITTEE

Every member of ACR'S Executive committee and other officers or servants shall be indemnified against (or it shall be the duty of the Executive committee out of the funds of the organization to pay) all cost, losses and expenses which any such person may incur or become liable to for reason of any contract entered into or act or thing done by him/her in good faith in the capacity aforesaid in any way in the discharge of his/her duties, including travelling expenses.

ARTICLE 33: ACCOUNTS

It shall be the task of the Financial Manager to cause the accounts to be kept and in particular regards:

1. The sum of money received and spent by ACR and the matters in respect of which such receipts and expenditures takes place;
2. The assets and liabilities of the organization;
3. The books of accounts shall be kept at the office or any better place than the office, and shall always be open to the inspection of the board/ members of the Executive committee during business hour;
4. Every year at the Annual General Meeting, the Executive committee shall lay before the members present a proper income and expenditure account for the period since the last preceding account made up to a date more than nine (9) months before such meeting;
5. A proper balance sheet as at the date on which the income-expenditure account is made up shall be prepared every year, and shall be laid before the members present at the Annual General Meeting. Every such balance sheet shall be accompanied by proper reports of the Executive committee and the auditors;
6. Copies of income and expenditure account, balance sheet and reports, all of which shall be framed in accordance with any statutory requirements for the time being in force, and of any other documents required by law to be annexed or attached thereto or to accompany the same, shall not be less than twenty one (21) clear days before the date of the Annual General Meeting, be sent to the auditor and to all other persons entitled to receive notices of such meetings in the prescribed manner.

ARTICLE 34. SOURCES OF FINANCE

ACR shall raise its finances from:

holding or adjourned meeting at which the person named in the instrument provided to vote or, in the case of a poll, not less than 24 hours before the time appointed for taking the poll, and in default the instrument of the proxy shall not be treated as valid after the expiration of twelve months from the date of its execution;

4. At any general meeting a resolution put to vote, the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by at least two members. Unless a poll is so demanded a declaration by the chairperson that a resolution has, on a show of hands, been carried, shall be conclusive evidence of the fact without proof of the number or proportion of the vote recorded in favor of or against such a resolution. A demand for a poll may be withdrawn;
5. A poll demanded on the election of a chairperson or on the question of adjournment, shall be taken forthwith. A poll demanded on any other questions shall be taken at such a time as the chairperson of the meeting directs and any business other than upon which a poll has been demanded may be proceeded with pending the taking of the poll;
6. In case of an equality of votes, whether on a show of hands or a poll the Chairperson of the meeting at which the show of hands takes place or at a poll is demanded, shall be entitled to a second casting of vote.

ARTICLE 29: CORPORATIONS OR ASSOCIATIONS ACTING BY REPRESENTATION AT MEETINGS.

Any corporation or Association which is a member may, by resolution of its directors or other governing body, or by notification in writing under the hand of some officer of such corporation as may be duly authorized in that behalf, authorize such person as it thinks fit to act as its representative at any meeting of the ACR, and the persons so authorized shall be entitled to exercise the same power on behalf of the corporation or association which he/she represents.

ARTICLE 30: UTILIZATION OF FUNDS AND RESOURCES

1. The funds and assets of ACR shall be applied solely towards the promotion of its objectives, as set forth in this constitution;
2. No portion thereof shall be paid or transferred directly, or indirectly by way of the dividend, gift, bonus or otherwise by way of profit to the member of the organization, provided that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any officer or servant or any member of ACR, in return for any services actually rendered to the organization.
3. All contracted or appointed members of Executive committee, shall be entitled to remuneration by ACR.

ARTICLE 31: DISCLOSURE OF INTEREST IN CONTRACTS

1. A member of the Executive committee who is in any way, whether directly or indirectly, interested in a contract or proposed contract with ACR shall disclose the

- i) Membership fees
- ii) Donations
- iii) Grants
- iv) Contributions

ARTICLE 35: AUDITORS

1. The Board of ACR shall appoint an auditor or auditors before the next Annual General Meeting to audit its accounts;
2. Every auditor of ACR shall have a right to see all relevant vouchers, and shall be entitled to access, at all times, the books and accounts he/she requires from the Organization;
3. The auditors shall make a report to the members of the accounts, examined by them and every balance sheet laid before ACR'S General Meeting during their tenure of office, and the report shall state;
4. Whether or not they have obtained all the information and explanations they have required;
5. Whether, in their opinion, the balance sheet referred to in the report is properly drawn so as to exhibit a true copy and correct view of the state of ACR'S financial affairs.

ARTICLE 36: INSPECTION OF ACCOUNTS BOOKS AND LIST OF MEMBERS

The books of accounts and all documents relating thereto and list of members of ACR shall be available to inspection at the office of any member of the organization by giving notice in writing to the organization, provided that all the books of account and all documents relating thereto and list of members shall always be availed for inspection by members of the Executive committee during business hours.

ARTICLE 37: FINANCIAL YEAR

1. The financial year of ACR shall begin on the first day of January and ends on the last day of December of the same Year or such other time as the annual general meeting may, from time to time, determine.

ARTICLE 38: TERM OF OFFICE

1. The term of office for the members of the board shall be two (2) years subject to re-election for a period not exceeding two terms of the calendar of the ACR.
2. The term of the office of all the specialized committee shall be four years subject to re-appointment.

3. A member of ACR can raise an objection against the nomination of any member giving his/her reasons for that, if the reasons are convincing the electoral commission shall delete the name of that member from the list of nominees provided the objection of such member is supported by members of the General Assembly who are present in the meeting.
4. The Chairperson and the deputy shall first be elected by the GA and the board.
5. The Chairperson of the electoral commission shall declare the results of the elections to the GA of ACR and shall close down election meeting.

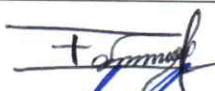


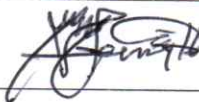

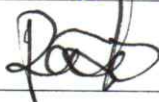
ARTICLE 39: AMENDING THE CONSTITUTION

Subject to the provisions of the NGO regulations in the Country, ACR shall, by special resolution pass, modify or repeal, or adopt a new constitution or change its name, provided that no such alterations, amendments, modification shall be made, when it shall impair or prejudice the effectiveness of the prohibitions contained in this constitution against distribution of income, property and assets of the ACR to its members.

ARTICLE 41: DISSOLUTION AND DISPOSAL OF PROPERTY

1. ACR shall not be dissolved or wound up except by a resolution passed at the meeting of the General Assembly, where two-thirds of the members present voted for its dissolution. The quorum at the meeting shall be fifty per cent (50%) of all the membership of ACR ;
2. In accordance with *NGO Act 2016 Article 19*, ACR may wind up/cease its operation provided that it notifies RRC three months prior to cessation of its operation and must hand over all project assets to RRC, provide the list of the project of assets and other organizational assets to RRC and provide close down reports including audited financial report;
3. Tax-exempted goods/assets of the organization operating in the Republic of South Sudan shall not be auctioned or sold;
4. If no quorum is obtained, the proposal to dissolve or wind up ACR shall be submitted to a further General Meeting which shall be held one month later. Notice of such meeting shall be given to all members of ACR at least 14 days before the date of the meeting. The quorum for this second meeting shall be the number of members present;
5. ACR shall not dissolve itself without prior consent in writing from the NGO's Co-ordination Board obtained upon a written application addressed to the Executive Director of the Co-ordination Board and signed by three of ACR'S Board.
6. Upon its dissolution, and after the satisfaction of all its debts and liabilities, if there remains any property whatsoever, it shall not be paid or distributed amongst ACR 'S general meeting, but shall be transferred to Relief & Rehabilitation Commission (RRC) Republic of South Sudan as mandated by South Sudan NGOs Act 2016 and some other institution(s) with similar objectives to the ones of the ACR. Provided that such institution(s) is/are to be determined by the members of ACR before the time of dissolution, and in default thereof, by a judge of the law court of South Sudan.

ACR EXECUTIVE BOARD MEMBERS

S/N	Name	Title	Signatures
1	Bishop. John Gattek Wallam Tel:+211955039476 South Sudanese	Chairperson	
2.	Mr. Gordon Lam Gatluak Tel:+211914074549 South Sudanese	Vice chairperson	
3.	Mr. Mabany George C Tel:+211955571555 South Sudanese	Secretary General	
4.	Maria Nyagai Gatjiak +256782690574	Treasurer	Marla
5.	John Bentiu Gatwech +2119 11366727	Member	
6	James Kuok Gatkuoth +211 956200448	Member	
7	Peter Gabriel Kechkech	Member	

DATED THIS 12th DAY OF October 2017

WITNESS to the above signature
Drawn By

Paulino Akany Okoth yar
Advocates & Commissioners for Oaths
Juba South Sudan, Hai Neem
Tel: 09555532404-0918777704
Email: buakany@gmail.com

