

THE CONSTITUTION OF GHANA AUDIT SERVICE PENSIONERS ASSOCIATION (GASPA)

Preamble

Whereas we the retired employees of the Audit Service of Ghana are desirous of coming together to form an Association to protect our interests and aspirations;

Aware of our right to form or belong to an Association of our choice under Article 21(i) of the 1992 Constitution of Ghana to pursue our goals and interests;

Conscious of our civic duty and the spirit of togetherness in the achievement of our set goals; and

Pursuant to those noble ideals, we the retired employees of the Audit Service of Ghana, in the name of the Almighty God, do hereby adopt, enact and give unto ourselves this Constitution at a General Meeting of members held in Accra, on Wednesday the twenty sixth day of June in the year of our Lord Two Thousand and Nineteen (2019).

Article 1: Name, Motto and Address

Name: The Association shall be known and called Ghana Audit Service Pensioners Association hereinafter referred to as GASPA.

Motto: The Motto shall be "GASPA - UNITY."

Address: Ghana Audit Service Pensioners Association (GASPA).

P.O. Box MB 630, Ministries, Accra.

Mobile Phone Number: 0543034422

Article 2: Aims and Objectives

2.1 The aims and objectives of GASPA shall be to: -

- i. Establish a rapport between GASPA and the Audit Service of Ghana;
- ii. Address all matters relating to Pensions and Gratuities of members;
- iii. Establish and operate a Welfare Fund and a Development Fund for the benefit of members;
- iv. Organise social events to foster a sense of unity and togetherness among members and to provide support for needy members;
- v. Organize educational seminars on matters of interest to members of GASPA and the Audit Service e.g., retirement planning, life after retirement, health challenges and business opportunities;
- vi. Offer advisory and consultancy services to interested parties in public sector accounting and auditing issues, good governance and anti-corruption matters based on the knowledge and accumulated experience of members;
- vii. Promote and safeguard the independence of the Auditor-General and the effectiveness of the performance of his constitutional and other statutory functions;
- viii. Offer advice and engender equity and fairness in the administration of the Audit Service of Ghana in order to motivate officers to perform their duties well; and
- ix. Establish an office for the running of the Association.

Article 3: Membership

3.1 Membership of the Association shall be open to all retired employees of the Audit Service of Ghana.

3.2 The Association shall be non-partisan.

3.3 GASPA may appoint persons of high standing in the Society as its Patrons.

Article 4: Organization

4.1 GASPA shall be a registered Association under the laws of Ghana with Headquarters in Accra.

4.2 GASPA shall have eleven (11) Directors who shall be known as the National Executive Council hereinafter referred to as NEC.

4.3 NEC shall be responsible for the administration of GASPA.

Article 5: Meetings

5.1 Annual General Meetings (AGM)

5.1.1 NEC shall organize AGM in March every year.

5.1.2 The AGM shall be the highest policy making body of GASPA.

5.1.3 The AGM shall consider the Auditor's report on the annual accounts of GASPA for the previous year, regional reports and any other matter on the agenda.

5.1.4 The AGM may be preceded by Regional General Meetings.

5.1.5 Resolutions made at the Regional General Meetings shall be presented at the AGM for approval and adoption.

5.1.6 Every member shall have the right to attend AGM.

5.1.7 Membership dues, levies, allowances payable to Directors, NEC officials, Regional officials and others shall be determined by NEC and approved at a General Meeting.

5.2 General Meetings

5.2.1 General Meetings shall be held in June, September and December of each year. NEC shall determine the meeting days.

5.2.2 When AGM is not in session, membership dues and levies may be determined by NEC and approved at a General Meeting when necessary.

5.2.3 General Meetings in December shall consider, among other things, the Budget for the ensuing year.

5.2.4 Emergency or Special Meetings shall be called at the instance of NEC.

5.3 National Executive Council Meetings

5.3.1 NEC shall meet at least once a month.

5.3.2 Five (5) members shall form a quorum, including the President or Vice-President.

5.3.3 In the absence of the President, the Vice-President shall chair all NEC meetings.

5.3.4 With the consent of the President or the Vice President, any member of NEC shall be nominated to chair the meeting in their absence when a five member quorum is formed.

Article 6: Membership of National Executive Council (NEC)

6.1 NEC shall consist of persons elected at AGM.

6.2 All officers so elected, shall be members of good standing and must have attended at least two (2) meetings in a year.

6.3 NEC at its first meeting shall elect among themselves, a President and a Vice President. This meeting shall be held within two weeks after the election.

6.4 Vacancies in any of the above positions shall be filled by NEC and the person(s) so appointed shall hold office until the next AGM.

6.5 Members of NEC shall be elected for a term of two (2) years and may be re-elected for another term only.

Article 7: Powers and Duties of National Executive Council (NEC)

7.1. The activities of GASPA shall be managed by NEC which may pay the expenses incurred in promoting and registering the Association.

7.2 NEC shall exercise all such powers of GASPA including powers to raise revenue, borrow money, acquire property and to mortgage or charge its property, and to issue debentures in accordance with the Companies Act, 1963 (Act 179 as amended).

7.3 Within four (4) weeks of assumption of office, NEC shall appoint a General Secretary, Financial Secretary and such other officers that are necessary to help NEC run the administration of the GASPA.

7.4 NEC shall determine the scope, functions and remunerations of the officers appointed.

7.5 The person(s) so appointed may be NEC members or GASPA members or neither.

7.6 Where the appointee is a NEC member, the office shall be an honorary one without remuneration.

7.7 The powers and duties of NEC shall be limited in accordance with Sections 201-204 of the Companies Act 1963 (Act 179).

7.8 NEC shall call all meetings, except Committee meetings as provided for in this Constitution.

7.9 NEC may appoint committees including a Finance and Development Committee and determine their terms of reference to assist in the performance of its duties. These Committees shall consist of:

- a. NEC members only;
- b. Non NEC members;
- c. NEC and Non NEC members; and

d. In the absence of the President, the Vice-President shall have the right to attend every Committee meeting without voting rights.

7.10 The President or in his absence the Vice President shall have the right to attend every Committee meeting but where he or she is not a member, shall have no voting rights.

Article 8: Office Holders

8.1 The President

8.1.1 The President shall preside over all meetings except Committee meetings.

8.1.2 The President in consultation with the General Secretary shall prepare agenda for all meetings, except Committee meetings.

8.1.3 The President shall call Emergency, Special or Extraordinary meetings.

8.2 The Vice President

8.2.1 The Vice President shall assist the President to perform his/her duties.

8.2.2 The Vice President shall perform the duties of the President in his/her absence.

8.2.3 The Vice President shall be the Chairperson of the Finance and Development Committee.

8.3 General Secretary

8.3.1 The General Secretary shall be responsible for all correspondence, recording of minutes of meetings and perform general administrative duties.

8.3.2 The General Secretary shall prepare agenda for meetings in consultation with the President.

8.3.3 The General Secretary shall perform other duties assigned by NEC.

8.4 Assistant General Secretary

8.4.1 The Assistant General Secretary shall assist the General Secretary to perform his/her duties.

8.5 Financial Secretary

8.5.1 The Financial Secretary shall prepare GASPA Annual Budget to be approved in accordance with the Constitution.

8.5.2 The Financial Secretary shall prepare, keep and maintain proper books of accounts and prepare Income and Expenditure Account and Balance Sheet.

8.5.3 The Financial Secretary shall be responsible for all monies received by GASPA and payment of all expenses.

8.5.4 The Financial Secretary shall be a member of the Finance and Development Committee.

8.6 Assistant Financial Secretary

8.6.1 The Assistant Financial Secretary shall assist the Financial Secretary to perform his/her duties.

8.7 Organizing Secretary

8.7.1 The Organizing Secretary shall organize programs and events for GASPA.

8.7.2 The Organizing Secretary shall perform any other duties assigned to him/her by NEC.

8.8 Assistant Organizing Secretary

8.8.1 The Assistant Organizing Secretary shall assist the Organizing Secretary to perform his/her duties.

Article 9: Elections

9.1 The General Secretary in consultation with the President shall inform members of the date, time and venue for elections and shall so advise members at least two months before AGM.

9.2 Election to NEC shall be by secret ballot which shall be conducted in the following manner: -

i. Any member wishing to nominate another member or members for election to NEC shall notify the General Secretary in writing, accompanied by the Nominee's consent in writing, at least twenty-one (21) clear days before the date of AGM;

ii. A retiring NEC member shall be eligible for re-election for a second term without nomination and shall be deemed to have offered himself/herself for re-election, unless he/she notifies the General Secretary in writing, at least twenty-one (21) days before the date of AGM that he/she does not wish to stand for re-election.

iii. NEC shall form a three-member Ad-hoc Electoral Committee to organize NEC elections at AGM.

iv. If the number of nominees competent for appointment as members of NEC and retiring members offering themselves for re-election, exceeds the number of vacancies to be filled, the three-member Ad-hoc Electoral Committee shall send to each member present at the AGM, a ballot paper containing the list of names of such nominees and retiring members offering themselves for re-election requesting the member to indicate by means of distinctive mark on the ballot paper, the names of persons for whom to vote for.

v. Each member may vote for one or more persons not exceeding the numbers of vacancies to be filled.

vi. After the casting of votes, ballot papers shall be counted by the three-member Ad-hoc Electoral Committee. No ballot paper shall be valid on which votes have been cast in excess of the number of vacancies and in case of doubt as to the validity of a ballot paper or the intention of the voter, the decision of the Ad-hoc Electoral Committee shall be final and conclusive;

vii. The chairman of the Ad-hoc Electoral Committee shall announce the successful candidates who were voted for immediately after the elections.

viii. If the number of competent nominees and retiring members offering themselves for re-election does not exceed the number of vacancies, the Chairman of the Ad-hoc Electoral Committee shall declare the candidates duly elected.

ix. If the number so elected is less than the number of vacancies, the remaining vacancies may be filled as casual vacancies.

x. In the event of any casual vacancy in the number of members of NEC, the vacancy may be filled by NEC and ratified at a General Meeting.

Article 10: Vacation and Removal of NEC Members

9.1 Membership of NEC shall be vacated in accordance with section 184 of the Companies Code and any member may be removed from NEC in accordance with section 185 of the Code.

Article 11: Discipline

11.1 Any member of NEC shall be removed from office by a resolution at a General Meeting after he/she has been found guilty of gross misconduct by a Five-member Committee set up by NEC composed of two members of NEC and three non-NEC members of GASPA.

Article 12: Resignation or Exclusion of Members

12.1 Any member may resign his/her membership by notice in writing to NEC.

12.2 NEC may propose to General Meeting for exclusion from membership of GASPA any member if in the opinion of NEC the continued membership of such person would be detrimental to the interest of GASPA or to the furtherance of its objects.

12.3 Any member who resigns or is expelled from GASPA shall have his/her dues stopped and such a person shall have no claim to any benefits or assistance from GASPA.

Article 13: Finance

13.1 Sources of Income

13.1.1 GASPA shall derive its income from the under-listed sources determined by ordinary resolution from time to time at General Meetings on the recommendation of NEC: -

- i. Monthly dues
- ii. Registration fees
- iii. Special levies

- iv. Donations and grants
- v. Fines
- vi. Investment income and other fund raising activities
- vii. Consulting and Advisory services.

13.2 Accounts and Audit

13.2.1 NEC shall cause proper books of accounts to be kept and an Income and Expenditure Account and Balance Sheet to be prepared in accordance with the Companies Act, 1963 (Act 179).

13.2.2 Auditors qualified in accordance with section 296 of the Code, shall be appointed and their duties regulated in accordance with sections 134 to 136 of the Code.

13.2.3 The Financial year of GASPA shall be 1st January to 31st December of each year.

13.2.4 The under-listed officers of NEC shall be signatories to GASPA Bank Account(s) which shall be operated jointly by one signatory each from categories 1 and 2 as follows: -

Category 1

- i. The President
- ii. The Vice President

Category 2

- i. The Financial Secretary
- ii. The General Secretary

Article 14: GASPA Bye-laws

14.1 NEC shall cause bye-laws to be made that shall be consistent with this Constitution and shall be adopted by a resolution at a General Meeting.

Article 15: Miscellaneous

15.1 GASPA may, towards the attainment of its aims and objectives: -

- i. Engage the services of consultants and technical experts to offer advisory services to GASPA;
- ii. Cooperate and coordinate with other persons, authorities, institutions and bodies in the pursuit of good governance and anti-corruption activities in the country; and
- iii. Engage in other activities which are consistent with this Constitution aimed at promoting the interests and progress of GASPA

Article 16: Amendments

16.1 Any member wishing to amend this Constitution must submit a proposal accompanied by a memorandum signed by at least ten other members to the General Secretary stating the reasons for the amendment.

16.2 Any proposal for amendment shall be circulated to members at least Twenty-eight (28) working days before AGM.

16.3 A motion seeking to amend any part of this Constitution shall form part of the agenda for the AGM.

16.4 The motion shall be discussed and carried by at least two-thirds of members present and voting at the AGM.

Article 17: The Seal

17.1 NEC shall adopt a common Seal for use and shall provide for its safe custody.

16.2 The Seal shall only be used by the Authority of NEC and every instrument to which the seal shall be affixed shall be signed by President and shall be countersigned by the General Secretary.

Article 18: Promulgation and Repeal

18.1. Upon coming into force of this Constitution, it shall supersede GASPA's Constitution adopted on 30th September 2009. However any rule, regulation or order made under the previous Constitution remains valid in so far as it is consistent with this Constitution

Article 19: Transitional Provisional Arrangements

19.1 Whereas this Constitution has not been adopted, enacted and given unto GASPA, the current NEC is hereby empowered to continue in office until the first NEC is elected under this Constitution in June 2019 or soon thereafter.