

THE COMPANIES ACT 2006

COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION

OF

NIGERIANS IN DIASPORA ORGANISATION (NIDO) UK – SOUTH



Incorporated on 20 October 2004

As adopted on 19 August 2023



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DEFINITIONS AND INTERPRETATION

Defined Terms:

1. In these Articles of Association, the defined terms bear the meaning set out below, unless the context requires otherwise.
- 1.1. Act: the Companies Act 2006 and every statutory modification and re-enactment thereof for the time being in force;
- 1.2. Articles: these Articles of Association, and the regulations of the Association from time to time in force;
- 1.3. Association: Nigerians in Diaspora Organisation (NIDO) UK – South.
- 1.4. Clear days: in relation to a period of notice means that the period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect;
- 1.5. The Executive Committee: The Board of Executive Committee for the time being of the Association;
- 1.6. Month: calendar month;
- 1.7. The Office: The registered office of the Association;
- 1.8. Member: a regular member and an associate member as defined by these Articles;
- 1.9. Good Standing: abiding to the Constitution of the Association, observing the Code of Conducts and generally acting in a suitable manner so as not to bring the Association into disrepute and by making prompt payments of the Membership Annual Dues and all other monies due to the Association.
- 1.10. Membership Annual Dues: the yearly membership subscription fees payable by members of the Association that may be revised from time to time.
- 1.11. Term of office: 2 years
- 1.12. The United Kingdom: Great Britain and Northern Ireland.

Interpretation:

2. In this document where the context admits:
 - 2.1. Words importing the singular number only shall include the plural number, and vice versa.
 - 2.2. Words importing the masculine gender only shall include the feminine gender, and words importing persons shall include corporations.
 - 2.3. Subject as aforesaid, any words or expressions defined in the Act shall, if not inconsistent with the subject or context, bear the same meanings in the Articles.
 - 2.4. Expressions referred to as “in writing” shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography, and other modes of representing or reproducing words in the visible form;
 - 2.5. Attendance or Attendance in person or “present” in a meeting: includes attendance or present by video conferencing system or online.

GENERAL

- 3 The Association is established for the purposes expressed in the Memorandum of the Association.
 - 3.1 The Subscribers to the Memorandum of the Association and such other persons as the Executive Committee shall admit to membership in accordance with the Articles shall be members of the Association. Every person who wishes to become a member shall deliver to the Association an application for membership, executed by him in such form as the Executive Committee shall require.

MEMBERSHIP

Class of membership

- 3 Membership of the Association shall be open to individuals that share the mission, vision and objectives of the Association.
 - 3.1 Membership shall be of two classes: Regular and Associate.

Definition of Membership

- 4 Membership is open to all individuals of 18 years and above of Nigerian descent (Nigerian by birth, naturalisation or marriage) resident in the United Kingdom. At the moment of registration and admission into the Association, the applicant must be habitually resident in the United Kingdom. If after a minimum of 3 years such a member relocates to Nigeria or elsewhere, he/she shall be entitled to retain the membership, provided he/she shall continue to pay his/her dues as when due and shall continue to support and promote the aspiration of the Association. However, such a member shall not be eligible to hold any elected office in the Association.
- 4.1 Regular Members may vote, participate in all general membership activities and join committees.
- 4.2 Regular Members may hold any position on the Executive Committee so long as they meet the requirements of the position.
- 5 Associate Membership may be extended to:
 - 5.1 Individuals: Those who share the mission, vision and objectives of Association or people whom in the opinion of the entire Executive Committee have given extraordinary help and support to the Association, and have contributed directly or indirectly in an outstanding manner to promote the mission, vision and objectives of Association.
 - 5.2 Nigerians who are not habitually resident in the United Kingdom (being those who spend less than 3 months in the United Kingdom in a year) even though they may have family who are resident in the United Kingdom.
 - 5.3 Corporations: any business or profit-making entity that has business operations in the United Kingdom and is interested in operating a commercial entity in Nigeria. Corporate member shall be able to renew membership annually subject to the provisions of dues as set out in Articles 6.3-6.4 of this Constitution.
 - 5.4 All applications or recommendations for Associate membership of the Association shall be submitted to the Executive Committee and approved by a simple majority of members of the Executive Committee.
 - 5.5 Associate Members shall be entitled to 1 (one) vote each at all Association meetings excluding executive committee meetings. Associate Members shall not be eligible for nomination, and shall not hold any position on the Executive Committee or any committees within the Association.

**Membership
Obligations**

Membership Obligations

- 6 Every Member shall pay annual dues and levies and shall remain in good standing.
- 6.1 Members shall actively participate in the events of the Association. A Member is actively participating where he/she is paying membership renewal fees as they fall due not accruing more than 6 months unpaid dues, exercising his/her vote at Association meetings.
- 6.2 Every member shall abide by the Code of Conduct of the Association and failure to do so may constitute a disciplinary matter.

**Membership
Dues**

- 6.3 Membership dues for Regular and Associate Members shall be determined by the Executive Committee and approved by the Members at a General Meeting of the Association and shall be subject to review from time to time by the Executive Committee. Corporate membership fees shall be three times the individual membership fees. Changes in level of dues shall require ratification by the Members at a general meeting.
- 6.4 The membership dues shall be payable on or before 31st January of each year in the stipulated sum and shall run from 1st January to 31st December of each year in which it is paid.
- 6.5 All Regular and Associate members must complete a membership application form and pay a one-off administrative fee in addition to the annual membership dues in force at the time of joining.

Suspension of Membership Rights

**Suspension of
Membership
rights**

- 7 All Regular and Associate members shall pay annual renewal dues. Membership rights shall be suspended if any member owes dues for at least 9 months. Membership rights shall only be restored after a 14 day “cooling off period” from the date payments are brought up to date.
- 7.1 A suspended member shall not participate in any Association activity whatsoever, during the period of suspension and cooling off period.

**Waiver or
reduction of
membership
dues in special
cases**

8 In special cases membership dues for a Regular member may be waived or reduced by the Executive Committee. An application for fee waiver must be made to the Executive Committee for consideration and approval. Such special cases shall include:

8.1 When a Member is not employed due to humanitarian or community service or is employed full-time in a religious service (e.g. clergy), the Member may request a waiver of the annual membership dues. Members who have left full-time employment for the purposes of volunteering with a humanitarian/community or religious service must show their gross income from all sources. A letter from the organization or church confirming the Member's voluntary or full-time employment in a humanitarian/community/religious service is required.

8.2 A waiver can be requested when a Member is unable to sustain employment due to illness. A letter from a physician confirming the diagnosis and prognosis is required.

8.3 50% reduction may be granted to Members who are attending a recognised university full-time. Evidence of such attendance is required. Members who leave full-time employment for the purpose of parenting or providing full-time care to an elderly or ill family member may apply for a 50% dues reduction.

Cessation of membership

Cessation of Membership Rights

9 Membership of the Association shall cease if a member submits in writing a resignation letter to the Executive Committee. This shall be deemed voluntary resignation.

9.1 Membership may be revoked on the recommendation of 2/3 of members of the Executive Committee being ratified by a simple majority of members at a General Meeting to ensure the democratic nature of the Association.

9.2 The grounds upon which Membership may be revoked are as follows:

a) Fraud/Making a fraudulent expense claim

b) Assault, fighting or any other conduct involving violence during organisational activities.

- c) Theft, vandalism, damage to or sabotage of any property of the Association
- d) Harassment of any member of the Association whether or not in the course of normal Association activities including harassment of a sexual, tribal or racial, nature, or on the grounds of sexual orientation, religion or belief, age or disability.
- e) Bullying or intimidation such as to cause significant distress to any member or associate of the Association whether or not in the course of normal Association activities.
- f) Unauthorised disclosure, distribution of confidential information of the Association.
- g) Circulation of substances and materials prohibited by law.
- h) Conviction of an offence such as murder, rape, physical assault and or offences within category A, B, C or financial crimes.
- i) Any activity which brings the Association into disrepute

9.3 Membership shall automatically cease where a member owes dues for 6 months and fails to make payment to regularise their membership.

9.4 Voluntary resignation or revoked membership does not provide relief from any financial obligations the member may owe to the Association prior to cessation of membership.

10 The office of a member of the Executive Committee shall be immediately vacated if the post holder:

- a. becomes bankrupt or makes any arrangement or composition with its creditors generally.
- b. becomes of unsound mind.
- c. ceases to be a member of the Association.
- d. ceases to hold the office by virtue of any provision of the Act or provisions of the constitution or becomes prohibited by law from being a Director of a Company.

Procedure for dealing with a complaint

11. A complaint shall be a formal written statement sent to the Chairman of the Executive Committee and the General Secretary that the actions or behaviour of any person or body of persons constitutes any of the matter specified in Articles 9.2 (a-i). A complaint must set out as much as possible, the full detail outlining what is alleged to have been breached or what other conduct falls within Articles 9.2 (a-i).
- 11.1. A complaint may be made by any member.
12. Upon receipt of a complaint, the Executive Committee shall, within 7 working days, place the matter before the appropriate Complaints Committee regardless of the merit of such complaint.
13. The Complaints Committee shall be made up of three Members who shall be appointed by a simple majority of the Executive Committee and shall be responsible for reviewing any case submitted in accordance with Article 11. This Committee merely determines if there is a case to answer. They do not pass judgement beyond this. No member of the Executive Committee shall be eligible to serve as a member of the Complaints Committee.
- 13.1 A Secretariat Officer and the Legal Adviser of the Executive Committee may assist any committee, body or panel in providing advice, assistance and / or clarifying any issue as may be necessary in the circumstance but shall not be members of that committee, body or panel.
- 13.2 The Complaints Committee shall decide if the complaint be allowed to proceed. Reasons for declining to allow a complaint to proceed shall include that it:
 - a) does not on its face, evidence a matter which is justiciable or justifiable under this procedure;
 - b) raises an allegation which, in the opinion of the Complaints Committee, is trivial, unreasonable or vexatious and/or obviously appears to be motivated by personal malice, prejudice, animosity or is so late in being submitted that the delay represents a reason either alone or in conjunction with other reasons for not proceeding; or
 - c) such other reason as may be determined by the Complaints Committee.
 - d) where complaints are decided by the Complaints Committee as of sufficient gravity or concern, the Chairman of the Executive Committee,

after careful deliberation with the members of the Executive Committee, may suspend the respondent from all activities of the Association until such complaints have been resolved.

- e) where the Complaints Committee, having regard to the factors set out above, has made the decision that the relevant complaint should proceed and there is a prima facie case to answer, it shall notify, in writing, the Executive Committee who will pass the matter to the Disciplinary Committee set up for that purpose.

Disciplinary Committee

The Disciplinary Committee

13.3 The Disciplinary Committee shall consist of a total of three members, including its Chairman. No member of the Executive Committee shall be eligible to serve as a member of the Disciplinary Committee.

- a) The members of the Disciplinary Committee shall be appointed by a simple majority of the Executive Committee.
- b) There shall be an oral hearing at which the respondent member shall be required to attend. The Disciplinary Panel shall also invite the person or persons making the allegation and any relevant witnesses to attend any such hearing.
- c) When the formal investigation into the allegation has been completed, the Disciplinary Committee shall then decide whether to uphold the allegation in total or in part. The Disciplinary Committee shall reach its decision by simple majority voting. In the event that the Disciplinary Committee is unable to reach a decision in this way on any matter, the Chairman shall be entitled to a second casting vote.
- d) The Disciplinary Committee may dismiss the allegation in full or in part. If it upholds the allegation in any respect, it may recommend either the suspension or expulsion of the member or give any such sanction as the justice of the case demands.
- e) The decision of the Disciplinary Committee shall be in writing and contain the reasons for it. The decision of the Disciplinary Committee shall be presented to the Executive Committee. The Executive Committee after careful deliberation may suspend or delay the implementation of the decision of the Disciplinary Committee, especially if new facts emerge

which suggests that the implementation of the decision of the Disciplinary Committee could lead to a miscarriage of justice, or that the implementation of such decision would discredit or bring the organisation to disrepute. The decision of the Executive Committee shall be final. The decision shall be communicated to the member. The Executive Committee however shall present its decision for ratification by a simple majority of members present at the next General Meeting following the decision in respect of suspension or expulsion.

Conflict of Interest

13.4 Any member who is subject to an investigation, action or has any interest that may affect decision making in the matter may not sit as a member of the Committee appointed by the Executive Committee or at a General Meeting. If any member of the Committee has any conflict of interest with the member under investigation or action, the member shall be disqualified.

13.5 Notwithstanding the provisions under 13.4, the decision of the Committee shall not be challenged on the grounds that a member of that Committee should have been disqualified.

13.6 A member of the Committee, Board or Panel shall declare conflict of interest in the form or text set out below or as similar as the circumstances may admit:

“I confirm that I do not have any conflict of interest that could prevent me from being a member of the Committee and / or impair my decision in discharging my duty under the provisions of the Nigerians in Diaspora Organisation (NIDO) UK – South (20...).

The above information is true and accurate to the best of my knowledge and belief.

NameSignatureDate”

13.7 The Executive Committee shall by a 2/3 majority elect another member as replacement at any time.

Grounds of Appeal and Appeal Procedures

14. An Appeal against the decision of the Disciplinary Committee lies with the Advisory Board/Patrons of the Association. However, in case of suspension, expulsion from the Association or removal from an elected office, this shall be ratified by the General House by a simple majority.

14.1. Appeals may be made on any of the following grounds, that:

- a) there exists substantive and relevant information that was not available at the time of the decision;
- b) there was a substantial departure from the Disciplinary Committee rules and procedures that significantly affected the fairness of the process;
- c) a material finding that formed a basis for the Disciplinary Committee's decision was substantially against the weight of the evidence that was before the Disciplinary Committee when it made the decision; or
- d) the sanction is disproportionate with the range of sanctions appropriate in the situation.

14.2. All appeals must be submitted in writing to the serving Chairman of the Advisory Board through the Secretariat by the aggrieved party within 21 days from the date of the disciplinary decision by the Board of Trustees of the General House.

14.3. The Advisory Board shall make their decision based upon the written submission by the aggrieved party and the record of the Disciplinary Committee Hearing of the case as the Advisory Board determines it is appropriate to consider.

14.4. The Advisory Board may interview any member of the Association including the Disciplinary Committee members to assist its decision.

14.5. The Advisory Board's decision shall be communicated to the same recipients who received the disciplinary decision, and to any other members of the Association who need to be aware of it.

14.6. If the disciplinary decision imposes a sanction of suspension or expulsion to take effect before the time for the member affected to file an appeal has expired, or while an appeal is under consideration, the sanction shall be suspended pending the final adjudication of the appeal, except in circumstance where the offending act is continuing or cannot be easily remedied.

Executive Committee and Board of Directors

Composition of the Executive Committee

15. The business of the Association shall be managed by the Executive Committee. The Executive Committee shall exercise all such powers of the Association and do on behalf of the Association all such acts as may be exercised and done by the Association and as are not by the Act or by the

Articles required to be done by the Association in General Meeting. Provided always that no regulation made by the Association in General Meeting shall invalidate any prior act of the Executive Committee which would have been valid if such resolution had not been made.

- 15.1. The Executive Committee shall consist of a maximum of 13 and a minimum of 7 elected members.
- 15.2. The entire Executive Committee shall be elected at a General Meeting.
- 15.3. Only members in good standing who have been active members of the Association for a period of 2 years are electable into the Executive Committee. No member of the Executive Committee shall be a person having a criminal record including any custodial sentence or conviction, nor having been made subject to personal bankruptcy or corporate insolvency proceedings or makes any arrangement or composition with its creditors generally.
- 15.4. For a member to qualify for an elective post onto the Executive Committee, such member must have had at least 70% attendance at the meetings of the organisation.
- 15.5. Members of the Executive Committee shall make a declaration of their status before assuming office.
- 15.6. Members of the Executive Committee are volunteers and shall receive no financial compensation from the Association.
- 15.7. Members of the Executive Committee shall be able to claim reasonable expenses incurred and proven on behalf of the Association with prior approval by the Chairman of the Executive Committee and one other authorised signatory. All members of the Executive Committee shall be copied into correspondence regarding the reimbursement request and/or approval.
- 15.8. Any member of the Executive Committee who, for any reason, desires to serve the Association in a paid position must firstly resign from the Executive Committee, meet the requirements of the paid position and compete with external and internal candidates for the paid position.
- 15.9. Any member of the Executive Committee who, for any reason, desires to serve on the European Board of Trustees (BOT) of the Association must

resign from the Executive Committee from the relevant date of being appointed or elected to serve on the BOT.

- 15.10. Any member of the European Board of Trustees (BOT) who wishes to serve on the Executive Committee must resign from the European Board of Trustee from the relevant date of being appointed or elected to serve on the Executive Committee.
- 15.11. The members for the time being of the Executive Committee may act notwithstanding any vacancy in their body provided that where the members of the Executive Committee are reduced in number to less than the minimum number prescribed by these Articles 15.1, it shall be lawful for them to act as the Executive Committee for the purpose of admitting persons to membership of the Association, filling up vacancies in their body or of summoning a General Meeting, but not for any other purpose.
- 15.12. Each elected Executive Committee member shall be eligible to serve for not more than two consecutive terms only in the same post subject to a maximum period of four terms as an elected officer of the Executive Committee and no more. The member may be eligible for re-election to the Executive Committee after a period of 4 years.
- 15.13. Executive Committee members shall be eligible for election for not more than two consecutive terms, in the same post
- 15.14. Whilst each Executive Committee members shall be eligible for election for not more than two consecutive terms in the same post, for the avoidance of any doubt, they shall be eligible for election for a maximum of two further terms in a different post and no more.
- 15.15. For the purpose of Article 15 and Appendix 3 Paragraph 1(f) the reference to consecutive shall mean occurring within a period of 4 years.
- 15.16. Where a position on the Executive Committee becomes vacant between general meetings, the Executive Committee shall have the discretion to appoint a member into such a vacant position and the appointment shall be ratified at a General Meeting. For the avoidance of any doubt, the appointed officer shall have all the powers and privileges to discharge the duties of the office upon appointment. Members of the Executive Committee shall be able to appoint administrative staff; these shall not be appointments to the Executive Committee.

**Executive
Committee
Membership**

15.17. Where the entire Executive Committee is recalled, the functions of the Executive Committee shall be automatically transferred to a Caretaker Committee created during the Extraordinary Meeting (EGM). The Caretaker Committee shall be made up of 5 (five members) appointed by majority votes of the members present at the Extraordinary General Meeting.

15.18. The Caretaker Committee shall call a General Meeting for the election of a new Executive Committee within a period of six weeks from the date of the dissolution of the Executive Committee.

**Composition
of the
Executive
Committee**

16 The composition of the Executive Committee shall reflect the diversity of the Association and should endeavour to include men, women and youth and members with disability whenever possible.

16.1. The Executive Committee must be duly elected Regular Members and shall include, in no particular order, the Chairperson, Vice Chair, General Secretary, Financial Director, Treasurer, Public Relations Director, Director of Welfare Services, IT Director, Assistant General Secretary and Membership Officer, Legal Adviser, and not more than two ex-officio members to be appointed by the Executive Committee.

**Recall of
Executive
Committee
Members**

17. Any member of the Executive Committee who is found to be lacking in his or her performance of the assigned duties by the Executive Committee shall be removed by majority of votes of the members in good standing at a General Meeting or at a special meeting of the Association called for that purpose.

17.1. In order to recall an Executive Committee member, a meeting must be called by a petition signed by at least 24 regular members in good standing and submitted to the Chair of the Executive Committee.

17.2. The General Secretary shall send out a fourteen-day notice of the meeting to all members.

17.3. Recall will be by majority vote of the regular members in good standing who are present at the meeting.

17.4. The recalled Executive Committee member must return all records, documents or assets of the Association in their possession, failure to return such items may lead to disciplinary action against the member of the Executive Committee for misconduct.

- 17.5. Resignation or recall does not provide relief from any financial obligations the Executive Committee member may owe the Association prior to the recall or resignation.
- 17.6. The disciplinary procedure set out in Articles 11-14.7 of these Articles shall apply to complaints against a member of the Executive Committee.
- Past Chair** 18. The immediate past Chairman shall serve as an Ex-officio member of the Executive Committee for the tenure of the Executive Committee.
- 18.1. A Past Chairman who resigned or subject to a recalled procedure from office do not qualify to serve as Ex-Officio
- 18.2. An ex-officio Executive Committee Member is a non-voting member of the Executive Committee.
- Duties of the Chairman of the Executive Committee** 19. **The duties of the Chairman of the Executive Committee** shall be as follows:
- a) Presides as chairperson of all Membership and Executive Committee meetings.
 - b) Function as the official representative of the Association.
 - c) Is authorised to affix his or her signature to contracts, obligations and correspondence pertaining to the Association and its policies.
 - d) In consultation with the Executive Committee can establish and approve special committees.
 - e) Shall serve as an Ex-Officio advisory member of all committees.
 - f) Represent the Association in any related activities that cover the interests of the Members.
 - g) May delegate an Executive Committee member or exceptionally, a member of the Association to represent the Chairman of the Executive Committee if the Vice-Chair is unable to serve in a designated capacity.
 - h) Directs and liaises with all paid staff members.

- i) Negotiates with businesses on behalf of the Association with the approval of the other members of the Executive.
- j) Shall submit a written report to the Association before a General Meeting.
- k) Shall be a signatory to the bank accounts of the Association.

Duties of the Vice-Chairman of the Executive Committee

20. **The Vice Chairman** shall act in the place of and with the authority of the Chairman in the event that the Chairman is absent or unable to serve or function in his/her assigned duties.
- 20.1. The Vice-Chairman shall also assume other responsibilities delegated by the Chairman of the Executive Committee.

Duties of the General Secretary

21. **The General Secretary** of the Executive Committee shall:
- a) Keep accurate minutes of all meetings of the Association including Membership and Executive Committee meetings.
 - b) Distribute copies of the Executive Committee minutes to all Executive Committee members prior to next Executive Committee meeting.
 - c) Send out notice of all Association and Committee meetings.
 - d) Serve as custodian of the minutes and any other secretarial records pertaining to the Association.
 - e) Have responsibility for necessary Executive Committee correspondence in consultation with the Chairman or Executive Committee.
 - f) Communicate the activities of the Executive Committee to Members on a regular basis.
 - g) Submit a written report to the Executive Committee before every meeting of the Association.
 - h) All other duties incidental to the position of General Secretary
 - i) Shall be a signatory to the bank accounts of the Association.

Duties of the Treasurer

22. **The Treasurer** shall:

- a) Receive, safeguard and account for funds and other assets in accordance with policies and procedures established by the Executive Committee and Members.
- b) Pay all bills and obligations approved for payment by the Executive Committee.
- c) Maintain an accurate dues record for members.
- d) Submit a written report to the Executive Committee before every meeting of the Association.
- e) Carry out all other duties incidental to the position of Treasurer
- f) Shall be a signatory to the bank accounts of the Association.

Duties of the 23.
Finance
Director

The Finance Director shall be responsible for:

- a) Keeping all financial records and accounts of the Association.
- b) Keeping a true account of all transactions of the Association.
- c) Presenting a full financial report at quarterly Executive Committee meetings and General Meetings.
- d) Arranging for an annual audit of the Association's receipts and expenditures at the end of the fiscal year.
- e) Shall submit a written report to the Executive Committee before every meeting of the Association.
- f) All other duties incidental to the position of Financial Director
- g) The Finance Director shall be an Accountant able to submit Companies House and HMRC returns.
- h) Shall be a signatory to the bank accounts of the Association.

Duties of the 24.
Public
Relations
Director

The Public Relations Director shall:

- a) Gather, maintain and or disseminate relevant data and information that would benefit the Association and its members, the public and the local community.
- b) Identify and solicit eminent individuals and bodies in both private and public sectors for the Association's activities.
- c) Develop communication and marketing strategies for the Association, work in close consultation with the Chairman and other Executive Committee members to promote the Association's activities within and outside the community.
- d) Inform members of relevant external communications and events which are of benefit to them.
- e) Submit a written report to the Executive Committee before every meeting of the Association.
- f) Carry out all other duties incidental to the position of Public Relations Director.

**Duties of the
Assistant
General
Secretary/
Membership
Officer**

25.

The Assistant General Secretary/Membership Director shall:

- a) Provide support to the General Secretary and carry out the duties of the General Secretary in his absence.
- b) Keep membership records up to date and maintain a mailing list of all members, including name, email address, postal and home address and telephone number.
- c) Be responsible for developing and implementing initiatives to increase the membership and retention of members of the Association.
- d) Be the first point of contact with new members and be the contact for all membership enquiries.
- e) Submit a written report to the Executive Committee before every meeting of the Association.
- f) Carry out all other duties incidental to the position Assistant General Secretary/ Membership Officer.

**Duties of the
Information
Technology
(IT) Director**

26. **The Information Technology (IT) Director** shall be responsible for:
- a) Supervising the development, maintenance of the IT systems of the Association.
 - b) Collaborating with all departments of the Association to align their IT systems to their requirements and managing the systems to ensure they are constantly available to users.
 - c) Developing and providing guidance, in collaboration with the Legal Adviser, for all policies and regulations for the collection and use of data relating to the Association, its members and all activities including but not limited to data protection.
 - d) Provision of all resources, equipment and works needed to maintain and improve the systems of the Association as is required from time to time.
 - e) Submitting a written report to the Executive Committee before every meeting of the Association.
 - f) Carrying out other duties incidental to the position IT Director
 - g) The IT Director shall be an IT specialist or a person who works as a professional in the IT industry.
 - h) The IT Director shall work in collaboration with the Public Relations Director in implementing an effective social media strategy for the benefit of the Association.

**Duties of the
Welfare Affairs
Director**

27. **The Welfare Affairs Director** shall:
- a) Provide wellbeing and welfare support to the Members of the Association to help them remain effective in their activities within and on behalf of the Association.
 - b) Develop and maintain a record of important dates for Members including birthdays, anniversaries by way of liaison with the Membership Secretary.
 - c) Be a first point of contact to hear and address grievances in respect of welfare voiced by the Members of the Association and develop a

satisfactory and time efficient procedure for such matter to be presented to the Executive Committee for discussion.

- d) Develop strategies which seek to identify a number of short, medium and long-term welfare projects that will benefit the lives of Nigerians in Nigeria in a manner which aligns with the mandate of the Association.
- e) Oversee and ensure that all events and meetings of the Association provide appropriate amenities, meet health and safety requirements and standards, and are equipped to deal with any emergencies or incidents which may arise.
- g) Submit a written report to the Executive Committee before every meeting of the Association.
- h) Carry out all other duties incidental to the position Welfare Director.

**Duties of the 28.
Legal Adviser**

The Legal Adviser shall:

- a) Provide verbal and written legal advice, counsel, support representation to the Association as may be required from time to time.
- b) Be a Solicitor or Barrister in practice or who, though not currently in practice, has practised for no less than 8years prior to election to the Executive Committee.
- c) Review contracts and other legal documents relevant to the Association.
- d) Providing advice to the Chairman, the Executive Committee and the wider membership as may be required
- e) Advise the Association on their legal standing in respect of on-going policies and procedures, events and activities with a view to ensuring regulatory compliance and ethical responsibility.
- f) Be the first point of contact in respect of any adverse claims, notices, charges, damages, or other enforcement action proposed or taken against the Association, or any member in their capacity as a member of the Association.

- g) Provide advice that takes into consideration moral, economic, social and political factors that might affect the Association and will alert the Association when a professional from another field, such as a psychiatrist or an accountant, may need to be consulted.
- h) Be permitted, where appropriate, to act as a signpost for members with personal, professional legal issues, to provide non-committal advice and suggestions but being excluded from all liability occurring as a result of such advice or suggestions.
- i) Submit a written report to the Executive Committee before every meeting of the Association.

Election of Executive Committee

**Election of
Executive
Committee**

- 29. There shall be an electoral committee which shall facilitate the election of a new Executive Committee.
- 29.1 The terms of reference for the electoral committee shall be recommended by Executive Committee.
- 29.2 The electoral committee shall consist of 3 (three) to 5 (five) members in good standing nominated by the Executive Committee. The Immediate Past Chairman cannot form part of the electoral team on the basis that this is not in the best interest of the nomination process.
- 29.3 The electoral committee shall prepare a slate of officers for the General Meeting.
- 29.4 The electoral committee shall conduct candidate nomination and conduct the election process following the electoral guidelines and may publish electoral guidance.
- 29.5 The electoral committee shall conduct the election process during a General Meeting.
- 29.6 General Meeting will be as at when the Executive Committee determines, each year.
- 29.7 The Executive Committee shall be elected at a General Meeting by secret ballot of all members in good standing present.
- 30 Voice vote may be used to accept a slate as presented.

- 31 Early voting shall not be allowed.
- 32 Monitors shall be appointed at a General Meeting for the voting process.
- 33 The candidate receiving the highest number of votes shall be declared elected by the Electoral Committee.
- 34 No member shall be eligible to votes at elections for a candidate except they have held membership for more than 6 months.
- 35 The Roberts Rules of Order will be the standard for all elections and meetings.
- 36 An eligibility list will be kept by the Electoral Committee.
37. A Member who is unable to be physically present at a meeting may nominate another Member, in writing who will be present to vote on their behalf. A Member present at a meeting may not act as proxy for more than one Member who is unable to be present at the meeting.

General Meetings

Extraordinary General Meeting

- 38 Annual General meeting shall be held once a year at the discretion of the EXCO. All other General Meetings other than Annual General meeting, shall be called Extraordinary General Meetings.

Convening an Extraordinary General Meeting

- 39 The Executive Committee may convene an Extraordinary General Meeting at any time and place designated by the Executive Committee.
- 40 The Executive Committee may also call an Extraordinary General Meeting when it has received a written request for such a meeting that states the purpose of the meeting and is signed by 24 (twenty-four) Regular Members.

Notice of Meeting

- 41 Fourteen clear days' notice in writing at the least of every General meeting, specifying the place, the day and the hour of meeting, and in the case of special business the general nature of that business, shall be given in the manner hereinafter mentioned to such persons (including the auditors) as are under these Articles or under the Act entitled to receive such notices from the Association. With the consent of all the members having the right to attend and vote thereat, or of such proportion of them as is prescribed by the Act, a meeting may be convened by such notice as those members may think fit. To pass a special resolution or an Elective Resolution, for every convened.

Omission to give receipt of notice

- 42 The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed, or proceeding had, at any meeting.

Proceedings at General Meetings

- Special Business** 43 All business shall be deemed special that is transacted at an Extraordinary General Meeting and all that is transacted, with the exception of the consideration of the income and expenditure account and balance sheet, and the reports of the Executive Committee and of the auditors, the election of members of the Executive Committee in the place of those retiring, and the appointment of, and the fixing of the remuneration of the auditors.
- Quorum** 44 No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Save as herein otherwise provided 14 24 (fourteen) members personally present shall be a quorum.
- If no quorum, meeting to be adjourned** 45 If within an hour from the appointed time for the holding of the general meeting a quorum is not present, the meeting, if convened on the requisition of members, shall be dissolved. In any other case it shall stand adjourned at such other place and time as the Executive Committee may determine.
- Chairman of meetings** 46 The Chairman (if any) of the Executive Committee shall preside as Chairman at every General Meeting, if there be no such Chairman, or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same, or shall be unwilling to preside, the Vice Chairman shall act in his place. Where the Vice Chairman is absent or unwilling to preside, the members present shall choose some other member of the Executive Committee, or if no such member is present or declines to take the chair, they shall choose some member of the Association who shall be present to preside.
- Adjournment of Meetings** 47 The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time, and from place to place, but no business shall be transacted at the meeting other than the business which might have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for 30 (thirty) days or more notice of the adjourned meeting shall be given in the same manner as of an original meeting. Save as aforesaid, the members shall not be entitled to any notice of an adjournment, or business to be transacted at an adjourned meeting.
- Resolution of members at general meeting by show of hands or poll** 48 At any General Meeting a resolution put to the vote of the meeting shall be decided on show of hands, unless a poll is before or upon the declaration of the

result of the show of hands demanded by the Chairman or by at least two members present in the person or by proxy, or by a member or members present in person or proxy and representing one tenth of the total voting rights of all the members having the right to vote at the meeting, and unless a poll be so demanded a declaration by the Chairman of the meeting that a resolution has been carried, or carried unanimously or by a particular majority, or lost, or not carried by a particular majority and an entry to that effect in the minute book of the Association shall be conclusive evidence of the fact without proof of the number of the proportion of the votes recorded in favour of or against that resolution. The demand for a poll may be withdrawn.

49 Subject to the provisions of the Article 48, if a poll be demanded in manner aforesaid, it shall be taken at such time and place and in such manner, as the Chairman of the meeting shall direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

50 No poll shall be demanded on the election of the Chairman of a meeting, or on any question of adjournment.

Chairman's
casting vote

51 In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting shall be entitled to a second casting vote.

52 The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.

53 Subject to the provisions of the Act a resolution in writing signed by all members for the time being entitled to receive notice of and to attend and vote at General Meeting (or being corporations by their duly authorised representatives) shall be valid and effective as if the same had been passed at the General Meeting of the Association duly convened and held.

Votes of Members

54 Subject as hereinafter provided; every member shall have one vote.

- a) Save as herein expressly provided, no Member other than a Member duly registered, who shall have paid every subscription and other sum (if any) which shall be due and payable to the Association in respect of his membership, shall be entitled to vote on any question either personally or by proxy, or as a proxy for another Member, at any General Meeting.

- b) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting or adjournment meeting at which the vote objected is to be tendered. Every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the Chairman whose decision shall be final and conclusive.
- c) Votes may be given on a poll either personally or by proxy. A corporation may vote by its duly authorised representative. A proxy must be a member

Appointment of Proxy

55 The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing, or where such appointer is a corporation, under its common seal, if any, and if none, then under the hand of some officer duly authorised in that behalf.

55.1 The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed shall be presented to chairman or electoral committee on the day of the meeting, prior to the time appointed for the commencement of the meeting, or adjourned meeting at which the person named in the instrument proposes to vote, in default the instrument of proxy shall not be treated as valid. No instrument appointed a proxy shall be valid after the expiration of twelve months from the date of its execution.

55.2 A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or the authority under which the proxy was executed, provided that no intimidation in writing of the time of death, insanity or revocation as aforesaid was received at the Office before the commencement of the meeting or adjourned meeting at which the proxy is used.

55.3 Any instrument appointing a proxy shall be in the following form or as near there to as circumstances will admit -

"
 "I,
 "of
 "a member of
 "hereby appoint
 "of
 "and failing him
 "of
 "as my proxy to vote for me on my behalf at
 "[Extraordinary General Meeting of the
 "Association to be held on

" and at any adjournment thereof.

"signed on

- 55.4 The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.

Company Secretary

- 56 Subject to the provisions of the Act, the Secretary shall be appointed by the Executive Committee for such remuneration and upon such conditions as they may think fit, and any Secretary so appointed may be removed by them. The Executive Committee may from time to time by resolution appoint an assistant or deputy secretary, and any person so appointed may act in place of the Secretary if there be no Secretary capable of acting.

The Common Seal

- 57 The common seal of the Association shall not be affixed to any instrument except by the authority or the resolution of the Executive Committee and in the presence of at least two members of the Executive Committee and the Secretary, and the said members of the Executive Committee and the Secretary shall sign every instrument to which the common seal shall be so affixed in their presence, and in favour of any purchaser or person bona fide dealing with the Association, such signatures shall be conclusive evidence of the fact that the common seal has been properly affixed.

Proceedings of the Executive Committee

- 58 The Executive Committee may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit.
- 58.1 Meetings of the Executive Committee shall be held at least quarterly to discuss and conduct routine business.
- 58.2 The Chairman of the Executive Committee may call special meetings of the Executive Committee when necessary to discuss and vote on special matters.
- 58.3 The Chairman of the Executive Committee may also call Special meetings of the Executive Committee when a written request is received for such a meeting, which states the purpose of the meeting and is signed by ten (10) Regular Members or by written notice to the Chairman from three members of the Executive Committee.

- 58.4 A quorum to conduct business is 50% of the Executive Committee members
- 58.5 Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes, the chairman shall have a second or casting vote.
- 58.6 The Executive Committee members shall be notified at least five (5) working days prior to their meetings.
- 58.7 The Executive Committee shall fill any vacancy in its Executive Committee through a by-election within the Executive Committee.
- 58.8 Voting shall be by secret ballot or by electronic show of hand. The person with the majority of votes cast will be the winning candidate.
- 58.9 A vacancy on the Executive Committee for a non-Executive Committee position shall be filled by a simple majority of the Executive Committee and the appointment shall be ratified at a General Meeting. For the avoidance of any doubt, the appointed officer shall have the power to discharge the duties upon appointment.
- 58.10 A member of the Executive Committee who is absent from the United Kingdom, other than temporary absence such as holiday shall not be entitled to notice of a meeting.
- 58.11 The Chairman of the Executive Committee shall be entitled to preside at all meetings of the Executive Committee at which he shall be present, but if at any meeting, the Chairman is not present within five minutes after the time appointed for holding the meeting or shall be unwilling to preside, the Vice Chairman shall act in his place. Where the Vice Chairman is absent or unwilling to preside, the members of the Executive Committee present shall choose some other member of the Executive Committee who shall be present to preside.
- 58.12 A Meeting of the Executive Committee at which a quorum is present shall be competent to exercise all the authorities, powers and discretions by or under regulations of the Association for the time being vested in the Executive Committee generally.
- 58.13 The Executive Committee may delegate any of their powers to committees consisting of such member or members of the Executive Committee as they deem

fit, and any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations imposed on it by the Executive Committee. The meetings and proceedings of any such committee shall be governed by the provisions of the Articles for regulating the meetings and proceedings so far as applicable and so far as the same shall not be superseded by any regulations made by the Executive Committee.

58.14 All acts bona fide done by any meeting of the Executive Committee or of any committee of the Executive Committee, or by any person acting as a member of the Executive Committee and authorised to do something shall, notwithstanding it be afterwards discovered that there was some defect in the appointment or continuance in office of any 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 Executive Committee.

58.15 The Executive Committee shall cause proper records to be kept of all written resolution (and the signatures). The Executive Committee shall cause proper minutes to be made of all appointments of officers made by the Executive Committee and of the proceeding of all meetings of the Association and of the Executive Committee and of the committees of the Executive Committee, and all business transacted at such meetings. All such records (and signatures) and minutes shall be entered in books provided for the purpose. Any such record purporting to be signed by the Chairman, the Secretary or other Executive Committee members shall be evidence of the proceedings in agreeing to the Written Resolution and until the contrary is proved the requirements of the act with respect to those proceedings shall be deemed to be complied with. Any such minutes of any meeting, or by the chairman to the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.

58.16. A resolution in writing by all members for the time being of the Executive Committee or of any committee of the Executive Committee who are entitled to receive notice of a meeting of the Executive Committee or such committee shall be as valid and effectual as if it had been passed at the meeting of the Executive Committee or of such committee duly convened and constituted.

Budget

Financial Provisions

59 A detailed budget approved by the Executive Committee shall be presented to the general membership for ratification within two months of assuming office.

60 The Association is not responsible for any personal liabilities or property damage which shall occur during organisational activities. No member of the Executive Committee or a validly constituted Committee or any other member authorised to act on behalf of the organisation will be personally liable for any damages, costs or liabilities validly incurred, in good faith, on behalf of the organisation.

**Income
and
Donations**

61 All monies received by the Association shall be deposited in the name of the Association in an insured banking facility.

62 Donations or grants may be received with the approval of the Executive Committee.

Budgeted Funds

63 Each year, the Executive Committee shall set a detailed annual budget. The annual budget must be presented and ratified by the Members in a General Meeting.

**Funds
Disbursements**

64 Any decision to spend any money in excess of the budgeted amount or a reallocation must be approved by the Executive Committee.

65 The person authorised to disburse funds is the treasurer who shall be a signatory to the organisation's bank account. Disbursement can only be made after approval by two authorised signatories.

66 Payments made against the account of the Association shall be valid only when approved by the Chairman and one of the authorised signatories within the Executive Committee as agreed by the Executive Committee or any two of the authorised signatories when the Chairman is unavailable.

67 Charitable donations may be made by the Association. Such donation requests will be researched and a proposal for the donation be presented to the Executive Committee for approval.

Accounts

68 The Executive Committee shall through the Finance Director cause accounting records to be kept in accordance with the requirements of the Act.

69 The accounting records shall be kept at the office or, subject to the provisions of the Act, at such other place or places as the Executive Committee shall deem fit, and shall always be open to the inspection of the officers of the Association.

- 70 The Executive Committee shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounting records of the Association or any of them shall be open to the inspection of members not being officers of the Association, and no member (not being an officer) shall have any right of inspecting any accounting records or other book or document of the Association except as conferred by statute or authorised by the Executive Committee or by the Association in General Meeting.

Audits

Audits

- 71 In accordance with the provisions of the Act once at least in every year the accounts of the Association shall be examined and the correctness of the income and expenditure account and the balance sheet ascertained by one or more properly qualified Auditor or and Auditors.
- 72 Auditors shall be appointed by the members of the Executive Committee and their duties regulated in accordance with the provisions of the Act.
- 73 Audits shall be conducted when affordable or whenever a majority of the membership deems necessary, provided it is affordable

Minutes

- 74 Minutes of meetings of the Association, the Committees and Executive Committee shall be kept.
- 75 Records of all Executive Committee meetings shall be recorded and kept by the General Secretary.
- 76 Minutes of meeting of the Association and other committees shall be kept by the General Secretary, whilst minutes of committees shall be kept by secretary of the committee.

Standing Committees

- 77 Standing Committees shall be established for the purpose of carrying out the routine activities or special tasks of the Association.
- 78 The Standing Committee chair person shall:
- 78.1. Coordinate the activities of their committee.

General Duties of the Standing Committee Chair persons

- 78.2. Present estimated budget for activities to the executive committee for approval.
- 78.3. Be responsible for preparing a budget and financial statement for any events or activities their committee stages, once the event is complete.
- 78.4. Prepare an annual report for the Association, Executive Committee and committee files.
- 78.5. Present a written report of their findings to the Executive Committee within the designated scope and agreed timeframe.
- 78.6. The Chairperson of a standing committee or program may set up and conduct meetings as necessary to carry out the routine activities of the Association for special projects or standing committee activities.

Committee Records

79. The Executive Committee members of each committee shall maintain complete records of past and present activity of that committee.
80. Each Executive Committee member shall prepare and submit the records of the committee to the incoming Executive Committee.

Notices

81. A notice may be served by the Association upon any member, either personally or by sending it through the post in a prepaid letter, addressed to such member at his registered address as appearing in the register of members, or by email where a member has provided an email address or text messaging facility.
82. Any member described in the register of members by an address not within the United Kingdom, who shall from time to time give the Association an address within United Kingdom at which notices may be served upon him, shall be entitled to have notices served upon him at such address, save as aforesaid and as provided by the Act, only those members who are described in the register of members by an address within the United Kingdom shall be entitled to receive notices from the Association.
 - 82.1. Members shall notify the Membership Officer of a change of address or email address, within 3 working days of such change of address or email address.

83. Any notice if served by post, shall be deemed to have been served on the day following that on which the letter containing the same is put into the post, and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post as a prepaid first-class letter.
- 83.1. Any notice served by email shall be deemed to be served the same day.

Dissolution

84. If upon the winding up or dissolution of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be transferred either to some other institution (whether or not a member of the Association) having objects similar to the objects of the Association or to some institution (whether or not a member of the Association) the objects of which are the promotion of charity and anything incidental or conjunctive thereto, such institution or institutions to be determined by the members of the association at or before the time of dissolution.
85. In the event that the Association is dissolved, the Officers of the Executive Committee then in office shall continue until all affairs of the Association have been officially terminated.
86. After settling all liabilities of the Association, any remaining assets/funds shall be given to an organisation with similar goal and objectives.
87. Any dispute, controversy or claim (“dispute”) arising between members of the Association shall be reported to and settled by the Executive Committee.
88. Any dispute, controversy or claim (“dispute”) among the executive Committee which has the effect of preventing the Association from functioning or effectively carrying out its objectives shall be immediately addressed by the Executive Committee. The Executive Committee shall use its best endeavours to settle such dispute within 3 (three) months. Where the Executive Committee is unable to settle such dispute within 3 (three) months, the dispute shall be referred to the Nigeria High Commissioner to the United Kingdom to mediate and make necessary recommendations to settle the dispute.
89. Where the Nigeria High Commissioner fails to make such recommendations or where the recommendations made are incapable of settling the dispute, an Extraordinary General meeting shall be called by the Executive Committee for the dissolution of the Executive Committee.

90. A Caretaker Committee shall be formed at the Extraordinary General Meeting. The Caretaker Committee shall be made up of 5(five members) appointed by majority votes of the members present at the Extraordinary General Meeting.
91. The Caretaker Committee shall call an Extraordinary General Meeting for the election of a new Executive Committee within a period of six weeks from the date of the dissolution of the Executive Committee

APPENDIX 1

CODE OF CONDUCT OF Nigerians in Diaspora Organisation (NIDO) UK – South

(FINANCIAL MEMBERS PLATFORM)

Preamble

In recognising the values, shared interests, principles of the Associations and seeking to maintain and build a strong and fairer community, these rules and regulations shall govern the conduct of members generally including the interactions on Financial Members Platform.

1. Posts on this platform shall be materials that promote NIDO or homeland development which is the primary objective of this organisation.
2. This platform will not entertain any material, for example, stickers, cartoons, videos, emojis, audios etc that does not relate to the organisation.
3. Personal or group pictures from any member or members are not allowed on this platform except it relates to our objectives.
4. Links and copied stories not relevant to NIDO objectives are not allowed.
5. Use of vulgar words and indecent statements are not allowed. All communications on the platform must be delivered with mutual respect.

6. Advertisements of any kind are not allowed except it relates to our activities in NIDO.
7. Members are not to take laws into their hands, there are Admins for the platform, their attention should be drawn to issues for amicable settlement.
8. All Financial members have the right to be here to observe and contribute positively.
9. While discussing an issue, new issue shall not be introduced until an agreeable conclusion has been reached on the issue being earlier discussed except for emergency.
10. Membership of this forum can be withdrawn when any member crosses the line and / or violates the rules of the platform.
11. Warning shall be issued to any member that violates the rules of the forum and suspension for a minimum of two weeks shall be imposed at the third warning. Depending on the severity of the violation, suspension may be imposed at the first warning.
12. In the event of Admin shutting down the platform, only official information postings will be made thereafter by the Admin.
13. In the event of a ruling on an issue by the Chairman or the forum Marshall, all other contributions on the matter must be suspended until after such time that the floor is reopened for further contributions. Violation of this rule may attract immediate suspension of initial period of two weeks.
14. This forum shall not be used to promote personal vendetta by any member against another. The admin has the right to delete such posts and warn the culprit
15. Personal discussions and trends of discussions that are seen to be private will no longer be entertained on this platform.
16. Members of NIDOUKS shall always represent the organisation in a good light and shall cease from doing anything that can bring disrepute to the organisation.

17. The Forum Marshall shall exercise all powers under the Code of Conduct. Where a member is suspended for a period of over two weeks, the Forum Marshall shall refer the member, details of the suspension and the violation to the Chairman of the Executive Committee as a complaint.
18. A member suspended from the Nigerians in Diaspora Organisation (NIDO) UK – South Forum may be liable to be suspended from NIDO Europe Forum.
19. A Member aggrieved with the decision of the Forum Marshal shall be entitled to present a grievance to the Chairman of the Executive Committee. The Chairman shall present the grievance before the Executive Committee within 7 days of receipt for determination and the decision of the Executive Committee shall be final.

APPENDIX 2

CODE OF CONDUCT OF Nigerians in Diaspora Organisation (NIDO) UK – South

DUTY TO DISCLOSE

1. All members of NIDO UKS shall have a continuing duty to notify the Executive Committee through the Secretariat of anything including such matter specified under Articles 9 and 10 that may affect the members standing as a member of the Association.
2. Failure to comply with the requirement under this Appendix may constitute a disciplinary matter having regards to all the circumstances.

APPENDIX 3

Nigerians in Diaspora Organisation (NIDO) UK – South ELECTORAL GUIDELINES

1. Who is eligible to stand for an election?
 - a) regular members only. (Article 4)
 - b) has paid annual dues, levies and remains in good standing (Article 15.3).
 - c) not suspended consequent on owing dues (Article 13.2(i)).
 - d) only members who have been active for 2 years and of sound mind, with no criminal record, convictions or bankrupt). (Articles, 9.2(h); Article 10 and Article 15.3)
 - e) must have attended at least 70% of NIDO meetings (Article 15.4).
 - f) must not have been elected for two consecutive terms in the same post and must not have served more than four terms as an elected officer of the Executive Committee member (Article 15.12 and Article 15.13).
2. Who is eligible to Vote?
 - a) only members who have been members for more than 6 months.
3. All positions on the Executive Committee are eligible for election (Article 15.2).
- 4—A member shall not be eligible to vote where membership dues were brought up to date less than 14 days to the election date (Article 7).

- 5 The elections will be conducted electronically or as decided by Electoral Committee (Article 29.5).
- 6 Candidates must contest as individuals. There shall be no teaming up and/or formation of teams/groups/associations/partnering/partners or any such like (*Articles 29.4 and 29.5 (power of the electoral committee)*).
- 7 Candidates and/or their supporters must act with decorum to each other and to members of the electoral committee. There shall be no personal attacks of any kind on any candidate. There shall be no tribal, sexist, religious references, attacks, disparaging or other such utterances (Article 6.2 (Code of Conduct) - Appendix 1).
- 8 Communications with the electoral committee shall be private and shall not be posted on any public forum (*Articles 29.4 & 29.5 (power of the electoral committee)*).
- 9 Campaigning shall commence and end at the times stated by the Electoral Committee (*Articles 29.4 & 29.5 (power of the electoral committee)*).
- 10 Campaign materials shall be posted on the financial forum only. Such material shall not be posted more than 3 times a day between the hours of 5am and 12 midnight. Campaign material shall not be posted under any circumstances on the NIDO social forum or other external forum (*Articles 29.4 & 29.5 (power of the electoral committee)*).
- 11 Candidates shall endeavour to secure responsible actions of their supporters and shall not encourage indiscriminate posting of campaign materials and/or non-compliance with these electoral rules and guidance. Candidates may be held responsible for the actions of their supporters. (*Articles 29.4 & 29.5 (power of the electoral committee)*).
- 12 All members should ensure the Secretariat has their up-to-date contact emails. It is incumbent on members to notify the Secretariat if their email addresses change. The Electoral committee will not do this (Article 82.1).
- 13 The Electoral committee will, at the appropriate time prior to the election, send test emails to all members who are eligible to vote in the event of Electronic voting being the preferred option (*Articles 29.4 & 29.5 (power of the electoral committee)*).
- 14 Non-compliance with these Rules and any subsequent as may be published from time to time by the Electoral Committee may result in a candidate's disqualification and the candidate may be reported to the Executive Committee. (*Articles 29.4 & 29.5 (power of the electoral committee)*).

Rules Governing AGM in an Election Year



- 15 The EXCO Chairman will chair the General Meeting in the election year up until all the members of the EXCO have given their annual reports and the said reports have been adopted by the membership.

- 16 Upon adoption of the report at paragraph 15 above, the Chairman of the Executive Committee shall direct that all members of the EXCO to stand down.

- 17 The Chairman of the Electoral Committee shall preside and Chair the conduct of the electoral matters or related agenda of the General Meeting.

- 18 Upon conclusion of the electoral process, the Chairman of the Electoral Committee shall declare the election results and introduce the new EXCO to the members.

- 19 The Chairman of the New EXCO shall preside over the Chairmanship of the General Meeting until conclusion of said General Meeting.

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| <p><u>Chairman</u></p> <p>Name:</p> <p>Ambassador Susan Waya NIGERIANS IN DIASPORA ORGANISATION NIDO UK- SOUTH</p> <p>Signature </p> <p>Date..... 19/08/2023</p> | <p><u>Secretary General</u></p> <p>Name:</p> <p>Femi Ikutiynu NIGERIANS IN DIASPORA ORGANISATION NIDO UK- SOUTH</p> <p>Signature </p> <p>Date..... 19/08/2023</p> |
|---|--|