

THE CONSTITUTION OF BABS & FRIENDS CARE FOUNDATION

PREAMBLE

We, the members of BABS & FRIENDS CARE FOUNDATION a not for-profit and non-political organisation do firmly and solemnly resolve to provide for ourselves a constitution and to be governed by the provisions therein contained.

ARTICLE 1: NAME

The name of the Association is BABS & FRIENDS CARE FOUNDATION

ARTICLE 2: ADDRESS

The address of the Association shall be : NO. 89, IJOKO ROAD SANGO OTA , OGUN , NIGERIA

ARTICLE 3: AIMS AND OBJECTIVES

SN	THE AIMS AND OBJECTIVES OF THE ASSOCIATION ARE:
1	TO GIVE CARE, SUPPORT AND EMPOWERMENT THAT WILL ALLEVIATE POVERTY IN THE SOCIETY.
2	TO UNDERTAKE REHABILITATION PROGRAMMES FOR THE VULNERABLE.
3	TO PROMOTE AND FOSTER THE WELL-BEING OF CHILDREN AND THE PROTECTION OF THEIR RIGHTS.
4	TO BUILD THE MINDS OF YOUNG PERSONS AND SENSITIZE THEM FOR A BETTER SOCIETY.
5	TO CARTER FOR THE WELFARE OF MOTHERLESS CHILDREN.
6	TO PRESERVE A HEALTHY AND SUSTAINABLE ENVIRONMENT.

Corporate Affairs Commission



Certified Extract

A. G. Abubakar

A. G. ABUBAKAR
Registrar General

Aug 25, 2021

7	TO ADVOCATE ON HUMAN RIGHTS AND MEET RURAL AND ENVIRONMENTAL CHALLENGES.
8	TO PROVIDE HOME FOR THE DESTITUTE.
9	TO PROVIDE VOCATIONAL TRAINING, LEARNING MATERIALS AND EQUIPMENT FOR THE PROMOTION OF DIFFERENT VOCATIONAL LESSONS.
10	TO BRING HOPE, PEACE AND JOY TO THE MOTHERLESS CHILDREN, ORPHANS, RESTIVE YOUTHS AND FAMILIES.
11	TO EMPOWER THE YOUTH AND VULNERABLE CHILDREN FINANCIALLY BY EDUCATING THEM ON THE USEFULNESS OF ACQUIRING SELF SKILLS.
12	TO ASSIST CHILDREN IN THE ACQUISITION OF BASIC AMENITIES AND HEALTHCARE WITHIN THE LIMIT OF ITS CAPACITIES AND DEVELOP THE EDUCATIONAL SKILLS OF YOUNG PEOPLE.
13	TO DO CHARITY TO THE NEEDY IN THE SOCIETY.
14	TO FACILITATE THE ESTABLISHMENT OF NEW SKILLS AND TO RUN SKILLS ACQUISITION CENTERS.
15	TO PROMOTE PEACE, JUSTICE AND EQUITY.
16	TO EMPOWER THE CHILDREN, YOUTHS AND WOMEN IN THE SOCIETY.
17	TO CARE FOR THE EDUCATION AND WELFARE OF THE LESS PRIVILEGED AND ORPHANS IN THE SOCIETY.
18	TO CATER FOR LESS PRIVILEGED VIA HEALTH CARE FACILITY, EDUCATION AND SCHOLARSHIPS.
19	TO ENHANCE THE DEVELOPMENT OF YOUTH EDUCATION AND ASSIST THE LESS PRIVILEGED IN THE AREA OF EDUCATION.
20	TO ASSIST INTERNALLY DISPLACED PERSONS AND TO PROVIDE EDUCATION TO THE LESS PRIVILEGED.

ARTICLE 4: TRUSTEES

- A. The Trustees of BABS & FRIENDS CARE FOUNDATION for the purpose of the Companies and Allied Matters Act CAP C20 LFN 2004, shall be elected at a General Meeting charged with responsibility of selecting the Trustees with 2/3 majority votes of members present.
- B. Such Trustees (Hereinafter referred to as, “The Trustees”) shall not be less than 2 and more than 15 in number.
- C. A Trustee may hold office for 5 years but shall cease to hold office if he:
1. Resigns his office



2. Ceases to be a member of the registered Trustees of the body.
3. Becomes insane
4. Is officially declared bankrupt
5. Is convicted of a criminal offence involving dishonesty by a Court of competent jurisdiction
6. Is recommended for removal from office by a board of Governors and Trustees majority vote of members present at any General Meeting of the body
7. Ceases to reside in Nigeria

D. Upon a vacancy occurring in the number of Trustees a General Meeting will be held to appoint another eligible member of the Association.

ARTICLE 5: COMMON SEAL

- A. The Trustees shall have a Common seal.
- B. Such seal will be kept in the custody of the SECRETARY who shall produce it when required for use by the Trustees.
- C. All documents to be executed by the Trustees shall be signed by such number of them and sealed with the Common seal.

ARTICLE 6: MEETINGS

For effective administration of the Association, there shall be the following meetings

SN	MEETING NAME	MEETING QUORUM
1	GENERAL MEETING	2/3 MEMBERS ARE PRESENT
2	ANNUAL GENERAL MEETING	2/3 MEMBERS ARE PRESENT
3	MEETING OF THE BOARD OF TRUSTEES	2/3 MEMBERS SHALL BE PRESENT
4	SPECIAL GENERAL MEETING	2/3 MEMBERS SHALL BE PRESENT

ARTICLE 7: GOVERNING BODY

FOR EFFECTIVE MANAGEMENT OF THE FOUNDATION THE FOLLOWING OFFICES SHALL BE CREATED. 1. CHAIRMAN. 2. VICE CHAIRMAN 3. GENERAL SECRETARY 4. ASSISTANT SECRETARY 5. FINANCIAL SECRETARY 6. TREASURER 7. SOCIAL/WELFARE 8. PUBLICITY SECRETARY 9. AUDITOR DUTIES/FUNCTIONS OF THE OFFICE HOLDERS (1)CHAIRMAN I. SHALL PRESIDE AT ALL EXECUTIVE AND GENERAL MEETINGS OF THE FOUNDATION. II. SHALL SIGN THE MINUTES OF ALL EXECUTIVE AND GENERAL MEETINGS. III. SHALL

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REPRESENT THE FOUNDATION IN CONJUNCTION WITH OTHER EXECUTIVE OFFICERS ALL MEETING INVOLVING EXTERNAL BODIES. IV. SHALL BE AN ACTIVE MEMBER AND HAS THE CASTING VOTE IN A CASE OF TIE AT MEETING. V. SHALL DISCHARGE OTHER DUTIES REASONABLY INCIDENTAL TO HIS OFFICE. VI. SHALL PRESENT ANNUAL REPORTS OF THE FOUNDATION ACTIVITIES ALONG WITH ACCOUNTS TO MEMBERS. (2) THE VICE CHAIRMAN: I) SHALL ACT AS THE CHAIRMAN OF THE COUNCIL OR THE GENERAL ASSEMBLY ON THE DIRECTIVE OF THE CHAIRMAN IN HIS ABSENCE, OR UPON HIS DEMISE. II) SHALL ASSIST THE CHAIRMAN IN SUPERVISING THE RUNNING OF THE AFFAIRS OF THE FOUNDATION. (3) THE GENERAL SECRETARY: I) SHALL BE IN-CHARGE OF THE RUNNING OF THE SECRETARIAT II) SHALL TAKE MINUTES AT ALL MEETINGS AND BE RESPONSIBLE -FOR SAFE- KEEPING OF ALL RECORDS OF THE FOUNDATION. III) SHALL SUMMON ALL MEETINGS AS DIRECTED BY THE CHAIRMAN. (4) ASSISTANT GENERAL SECRETARY: THE ASSISTANT GENERAL SECRETARY: SHALL ASSIST THE GENERAL SECRETARY AND ACT AS THE SECRETARY AT MEETING IN HIS ABSENCE. (5) THE FINANCIAL SECRETARY: I. SHALL RECORD AND KEEP ALL RECORDS OF THE FINANCES OF THE FOUNDATION. II. SHALL ISSUE RECEIPTS FOR ALL MONIES RECEIVED IN AND ON BEHALF OF THE FOUNDATION. III. SHALL TRANSFER ALL SUCH MONIES RECEIVED TO THE TREASURER WITHIN 24 HOURS OF RECEIVING SUCH MONIES; AND IV. SHALL RENDER THE FINANCIAL REPORTS AND STATEMENT OF ACCOUNTS OF THE FOUNDATION AT MEETINGS. (6) THE TREASURER: I) SHALL BE ONE OF THE SIGNATORIES OF ALL THE ACCOUNTS OF THE FOUNDATION. II) SHALL BANK ALL MONIES RECEIVED FROM THE FINANCIAL SECRETARY WITHIN 24 HOURS OF THE OPENING OF THE BANK. III) SHALL RECEIVE AND SECURE ALL STATEMENT OF ACCOUNT OF THE ORGANIZATION; AND IV) THE TREASURER AND THE FINANCIAL SECRETARY SHALL JOINTLY ENDORSE THE STATE OF ACCOUNTS OF THE FOUNDATION FOR QUARTERLY OR ANNUAL AUDITING. (7) THE AUDITOR: I. SHALL BE APPOINTED BY THE MEMBERS AT THE GENERAL MEETING; TO AUDIT THE ACCOUNTS OF THE FOUNDATION AT LEAST IN A- YEAR. II. THE REPORTS WHEN DUE SHALL BE SUBMITTED TO THE CHAIRMAN WHO SHALL COMMUNICATE SAME TO THE GENERAL MEETING FOR AN APPROVAL. (8) THE PUBLICITY SECRETARY: I. SHALL BE RESPONSIBLE FOR THE PUBLICITY OF ALL ACTIVITIES OF THE FOUNDATION. II. HE SHALL PUBLICISE INFORMATION TO ATTRACT THE ATTENTION OF MEMBERS, GENERAL PUBLIC AND RELEVANT GOVERNMENT AGENCIES III. HE SHALL PROVIDE ENLIGHTENMENT, PROPAGANDA AND PERFORM ALL SUCH THINGS INCIDENTAL OF THIS OFFICE. (9) SOCIAL/WELFARE SECRETARY I. HE SHALL ARRANGE ALL SOCIAL ACTIVITIES OF THE FOUNDATION. II. HE SHALL SEE TO THE WELFARE OF MEMBERS OF THE FOUNDATION. III. HE SHALL PERFORM ALL SUCH DUTIES INCIDENTAL TO HIS OFFICE. GOVERNING BODY: EXECUTIVE BOARD SHALL BE HEADED BY A CHAIRMAN AT ALL EXECUTIVE AND GENERAL MEETINGS OF THE FOUNDATION, HE: I. SHALL SIGN THE MINUTES OF ALL EXECUTIVE AND GENERAL MEETINGS. II. SHALL REPRESENT THE FOUNDATION IN CONJUNCTION WITH OTHER EXECUTIVE OFFICERS AT ALL MEETING INVOLVING EXTERNAL BODIES. III. SHALL BE AN ACTIVE MEMBER AND HAS THE CASTING VOTE IN A CASE OF TIE AT ANY MEETING IV. SHALL DISCHARGE OTHER DUTIES REASONABLY INCIDENTAL TO HIS OFFICE V. SHALL PRESENT ANNUAL REPORT OF THE FOUNDATION'S ACTIVITIES ALONG WITH ACCOUNTS TO MEMBERS. DUTIES OF THE BOARD OF TRUSTEES A. THEY SHALL FORMULATE POLICY FOR THE FOUNDATION. B. THEY SHALL MAKE BYE LAWS FROM TIME TO TIME FOR THE FOUNDATION. C. THEY SHALL DIRECT THE OPENING OF THE FOUNDATION BANK ACCOUNT AND TO APPOINT

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ITS THREE (3) SIGNATORIES. ANY TWO (2) SIGNATORIES SHALL BE VALID FOR ANY WITHDRAWAL. ONE OF SUCH SIGNATORIES SHALL BE THE PRESIDENT. D. TO RECEIVE AND CONSIDER THE UTILIZATION OF GRANTS ADVANCED TO THE FOUNDATION BY THEIR SPONSORS. E. TO EXAMINE PROPOSALS PRESENTED BY BENEFICIARIES OF THE FOUNDATION BEFORE DISBURSEMENTS.

ARTICLE 8: SOURCES OF INCOME

The sources of income for the Association shall include:

1. ACCEPT DONATIONS (WHETHER CASH AND/OR KIND) FROM INDIVIDUALS, TRUSTEES, FRIENDS, CHARITY, CORPORATE BODIES AND GOVERNMENT IN NIGERIA OR ELSEWHERE.
2. RECEIVE GRANTS OR ASSISTANCE FROM INDIVIDUALS, TRUST-FUND AND OTHER CHARITABLE OR PHILANTHROPIC FOUNDATION IN NIGERIA OR ELSEWHERE.
3. COMMUNITIES PARTICIPATION/CONTRIBUTIONS, DONATIONS, CONTRIBUTIONS FROM INTERNATIONAL AGENCIES AND SISTER NON-GOVERNMENTAL FOUNDATION

ARTICLE 9: DISBURSEMENT AND APPLICATION OF FUNDS

FUNDS OF THE FOUNDATION SHALL BE DISBURSED AT APPROPRIATE TIME AND APPLIED PRUDENTLY AND IN THE CONTEXT OF VALUE FOR MONEY TOWARDS THE REALIZATION OF THE AIMS AND OBJECTIVES OF THE FOUNDATION.

ARTICLE 10: KEEPING ACCOUNT

I. THE ACCOUNT SHALL BE AUDITED BY AN AUDITOR OR AUDITORS APPOINTED BY THE GENERAL HOUSE, FROM TIME TO TIME. THE AUDITOR SHALL SCRUTINIZE THE ACCOUNT OF THE FOUNDATION WHEN IT IS REQUIRED. THE FOUNDATION MAY OPEN AND OPERATE ANY TYPE OF ACCOUNT IN ANY BANK OF THEIR CHOICE. II. ALL REPORTS BY THE TREASURER AND FINANCIAL SECRETARY OF THE FOUNDATION TO THE GENERAL MEETING MUST INCLUDE AUDITOR'S REPORT ON THE MANAGEMENT OF THE ACCOUNTS OF THE FOUNDATION FOR THE RELEVANT PERIOD.

ARTICLE 11: APPOINTMENT OF AUDITOR(S)

1. Independent qualified and licenced Auditors shall be appointed by the general meeting to audit the financial records of the Association annually and submit an audited report to the Annual General Meeting of the Association.
2. The audited financial statements (balance sheet and income and expenditure account) duly certified by independent auditors shall be annexed to the annual returns and file with the Corporate Affairs Commission.



ARTICLE 12: AMENDMENT OF CONSTITUTION

The Association may alter the provision of its Constitution at a General meeting by a resolution passed by a simple majority of its members and approved by the Commission.

ARTICLE 13: SPECIAL CLAUSE

1. THE INCOME AND PROPERTY OF BABS & FRIENDS CARE FOUNDATION shall be applied solely towards the promotion of the objective of the body as set forth in this RULES AND REGULATION/CONSTITUTION: and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Association.
2. PROVIDED that nothing herein shall prevent the payment in good faith, or reasonable and proper remuneration to any officer or servant of the Association in return for any service actually rendered to the Association:
 - a. With the exception of ex-officio members of the Governing Council, no member of the Council of Management or Governing Body shall be appointed to any salaried office of the Association or any office of the Association paid by fees; and
 - b. No remuneration or other benefit in money or money's worth shall be given by the body to any member of such Council or Governing Body except repayment of out of pocket expenses or reasonable and proper rent for premises demised, or let to the Association or reasonable fees for services rendered.
3. If in the event of a liquidation/winding-up or dissolution of the corporate body 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 given or transferred to some other institutions, having objects similar to the object of Association, such institutions to be determined by the members of the Association at or before the time of dissolution.
4. If effect cannot be given to the aforesaid provisions, then the remaining property shall be transferred to some charitable object.

DATED _____ **THIS** 21st **DAY OF** August **20** 21



Aug 21, 2021

Signature of Chairman

**BABAWALE
RASHEED REMI**



Aug 21, 2021

**Signature of Secretary &
Date**

**EKUNDAYO
ARIKE**

Corporate Affairs Commission



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**A. G. ABUBAKAR
Registrar General**

Aug 25, 2021

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**Name of
Chairman & Tel.
No.**

**OLUKEMI
07031046299**

**Name of Secretary
& Tel. No.**

Corporate Affairs Commission



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A handwritten signature in black ink, appearing to read 'A. G. Abubakar'.

**A. G. ABUBAKAR
Registrar General**

Aug 25, 2021