

CONSTITUTION OF THE DISABILITY PROMOTION & ADVOCACY ASSOCIATION

1. NAME

The organization shall be known as Disability Promotion & Advocacy Association (hereafter referred to as DPA) and it shall be registered under the Charitable Organizations Act.

2. REGISTERED OFFICE

The registered postal address of DPA shall be P O Box 1378 Port Vila, Vanuatu and headquarters of DPA shall be located in Port Vila.

3. AIMS

The aims of DPA shall be:

- a) To advocate for rights and promote abilities of persons with disability throughout Vanuatu;
- b) To lobby the national government for the establishment of a National Disability Council which shall be a permanent body with adequate infrastructural support with representation from government agencies, non-governmental organisation including representation from persons with disability and organisations working with and for people with disabilities;
- c) To ensure that the Mandate for Actions during the Asia Pacific Decade of Persons with Disability are implemented;
- d) To raise awareness that people with disability have the same as rights as any one else, no more, no less.
- e) To liaise, promote and support persons with disability, caregivers, family members, communities, non-governmental organisations and governmental agencies to recognize and promote these objectives;
- f) To promote and support the establishment of branches in each province to promote the above aims;
- g) To provide training and other skills for people with disability in order to promote their organizations to participate fully in all levels of society.

4. MEMBERSHIP

- a) Membership shall be open to anyone who supports the aims of DPA by paying an annual membership fee;
- b) Only Financial members shall have any voting rights at the Annual General Meeting or Extraordinary Meetings;
- c) Only Financial members shall be eligible for election to the Coordinating Committee and may be nominated to represent DPA at meetings either within or outside Vanuatu.
- d) Friends of DPA shall become Associate Members but will not be eligible to vote at any meetings.

5. MEMBERSHIP FEES

The Annual General Meeting shall have the power to levy membership and other types of fees to be decided upon from time to time.

6. TERMINATION OF MEMBERSHIP

- a) A financial member is entitled to withdraw his or her membership at any time and must give notice to the Chair of DPA;
- b) A member may be expelled if he or she acts or causes acts which are detrimental to the interests and purpose of DPA. Such expulsion shall be passed by a two-third majority of a resolution of the Coordinating Committee. In such events, the member to be expelled shall be given due notice and opportunity to respond and the opportunity to appeal the decision to the Annual General Meeting.

7. ANNUAL GENERAL MEETING

The Annual General Meeting shall be the supreme decision making body of DPA.

- a) The Annual General Meeting (AGM) shall consist of representatives from the provincial branches, individual members and members of the Coordinating Committee;
- b) DPA shall hold a National Annual General Meeting no later than 30 March of each year;
- c) Notices of the meeting shall be sent out to all financial members at least 10 working days prior to the meeting;

- d) The Agenda for the AGM shall include:
 - i) Confirmation of the Minutes of the previous AGM,
 - ii) Matters Arising
 - iii) Report from the Chair
 - iv) Report from the Coordinator
 - v) Presentation of the Annual Report
 - vi) Presentation of the Audited Financial Accounts
 - vii) Election of Coordinating Committee every two years
 - viii) Endorsement of Auditor every two years
 - ix) Any Other Business;
- e) The quorum for any AGM shall be 20 financial members;
- f) In the absence of a quorum the Chair shall set a date for a meeting to be held within five working days;
- g) If a quorum cannot be reached at this next meeting, the meeting shall proceed without a quorum and reports made to the next AGM;
- h) Annual General Meetings shall be open to the public.

8. EXTRAORDINARY MEETINGS

- a) Extraordinary Meetings may be called by the Chair of the Coordinating Committee for any matters affecting the overall attainment of the aims DPA;
- b) Notification of time, place, date and reasons for the meeting shall be sent to each member within 5 working days;
- c) The quorum for Extraordinary Meetings shall be 10 financial members;
- d) If there is no quorum, the meeting shall proceed and reports made to the AGM.

9. VOTING

Voting shall be open to financial members present at the meeting and shall be by simple majority done by show of hands, call of voice or any other means available to, and, appropriate for a member indicating a vote.

10. COORDINATING COMMITTEE

- a) The Coordinating Committee shall be responsible for looking after the affairs of the association between Annual General Meetings. It shall meet at least four times per year;
- b) The Coordinating Committee shall consists of seven members including the Chair, Vice-Chair, Secretary, Treasurer, one parent/caregivers representative, and two members at large. 51 percent of the Coordinating Committee members shall be persons with disability;
- c) Members of the Coordinating Committee shall be elected every two years on the floor at the Annual General Meeting. Nominations and nominees for such office bearers shall by open only to those who are financial members;
- d) The positions of Chair, Treasurer and Secretary shall be reserved for members who reside where the headquarters of DPA is located. The position of Vice-Chair shall be reserved for a member from a provinces other than where the DPA headquarters is located;
- e) The quorum for any Coordinating Committee meetings shall be 4 members present at the meeting. In the event that there is no quorum, the meeting shall nevertheless take place provided that at least three members are present. Reports of such meetings shall be made to the next Coordinating Committee meeting;
- f) In the event that a member of the Committee is absent for three consecutive meetings within one year without proper reasons, that member shall be deemed to have vacated his or her seat in which case the Coordinating Committee shall have the authority to co-opt another financial member to replace that member for the remaining term of office;
- g) The Coordinating Committee shall be responsible for the hiring and firing of the Coordinator and determining his or her duties. The Coordinator shall automatically be on the Coordinating Committee in an advisory capacity;
- h) The Coordinating Committee shall have the authority to invite ex-officio members from organisations working with, and, for people with disability to sit on the Committee. Such members shall have speaking rights but no voting rights;

- i) The Coordinating Committee shall establish such sub-committees as it sees fit including the following:
- Finance Sub-Committee
 - Human Resource Sub-Committee
 - Legislative Sub-Committee
 - Programme Sub-Committee
 - Parents & Caregivers Committee
 - Others
- j) Any other business as may arise from time to time;

11. BRANCHES OF DPA

- a) DPA shall promote the establishment of community based organizations throughout the provinces. These community based organizations shall abide by the constitution of DPA and may be affiliated to DPA Vanuatu upon the approval of the Coordinating Committee;
- b) Upon approval by the Coordinating Committee, the Annual General Meeting shall endorse them as official affiliates;
- c) When there are seven official affiliates the Coordinating Committee shall look at the possibility of establishing a Provincial Branch of DPA;
- d) Official status of Provincial Branches of DPA shall be endorsed by the Annual General Meeting.

12. FINANCE

- a) DPA shall keep accurate accounts of all its financial transactions;
- b) All monies paid to or received by DPA shall be credited to such bank or banks as the Coordinating Committee may nominate from time to time;
- c) The Coordinator shall ensure that grants from individuals, private organisations, governments, aid agencies or any other sources are applied strictly for the purpose for which they were given;
- d) A book of accounts shall be kept by DPA and shall be open to inspection by any financial member of DPA;

- e) The accounts of DPA shall be audited by an auditor endorsed at the Annual General Meeting every two years.

13. SIGNATORIES

The DPA Chair, Treasurer and the National Coordinator shall be signatories to any bank accounts.

14. COMMON SEAL

- a) There shall be a Common Seal of such design as approved by the Annual General Meeting;
- b) The Common Seal shall be affixed to all documents relating to financial transactions of DPA in the presence of such members as are authorized by the Coordinating Committee to attest the affixing of the Common Seal;
- c) A record of all documents signed on behalf of DPA, the date and time for such signature and the affixing of the Common Seal shall be kept in a book set aside for that purpose by the Coordinator who shall be in charge of and responsible for the safe custody of the Seal when not in use.

15. BY-LAWS

DPA shall have a set of by-laws which describes the rules and regulations to be followed by the organization. The Annual General Meeting shall be responsible for adopting and amending any policy or procedural changes.

16. LEGAL ENTITY

DPA may sue and be sued in its name provided that no member of the organization or salaried staff shall have any claim against DPA or its officers for any act done in the execution of their official duties.

17. PROPERTY

- a) DPA may acquire, purchase, lease, take, hold and enjoy any property whatsoever and may sell, exchange, convey, assign, surrender and yield up, mortgage, subject to obligations of guarantee, demise, re-assign, transfer or otherwise dispose of any property so acquired, purchased, taken or held or otherwise vested upon in the name of DPA and under such terms as the organization shall deem fit;
- b) DPA may invest any of its fund upon mortgage of lands, building, tenement or hereditaments or in debentures, stock, funds, shares or securities of any government, municipality, corporation, company or person.

18. AMENDMENT TO THE CONSTITUTION

Any amendment(s) to the constitution shall be approved by a two third majority of financial members present at the Annual General Meeting or an Extraordinary Meeting called specifically for that purpose.

19. DISSOLUTION OF DPA

DPA may be dissolved by the agreement of a two-third majority of financial members present at an Extraordinary Meeting called specifically for that purpose.

20. LANGUAGE

This constitution was written in English and Bislama, and it may be written also in some other language of the country. For the purpose of legal interpretation, the English constitution shall be used.

21. ADOPTION OF THE REVISED CONSTITUTION

This constitution was adopted by a resolution passed at the 1st National General Meeting held in Port Vila on the 23rd day of February 2002.