

## **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 as a non government organization under the Charitable Organizations Act, Chapter 140.

### **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 unless otherwise determined by the Coordinating Committee.

### **3. AIMS**

The aims of DPA shall be:

- a) To advocate for rights and promote abilities of persons with disability throughout Vanuatu and raise awareness that people with disabilities have the same rights as any one else, no more, no less;
- 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 Biwako Millennium Framework for Action toward the Asian & Pacific Decade of Persons with Disability 2003-2012 and the UN Convention on the Protection and Promotion of the Rights and Dignity of Persons with Disabilities are implemented, monitored and reviewed;
- d) To promote research in Vanuatu on various aspects of disability to assist in the promotion of our aims;
- e) To liaise, promote and support caregivers, family members, communities, non-governmental organisations and governmental agencies to recognize, promote and include persons with disabilities in national development;

- f) To promote and support the establishment of provincial and community based organizations to promote and implement the above aims;
- g) To build the capacity of people with disabilities, parents & caregivers, volunteers, staff and relevant partners in order to promote the inclusion of persons with disabilities to fully participate at all levels of society.

#### **4. FULL MEMBERS**

- a) Full Membership shall be open to any person with a disability and parents/caregivers who support the aims of DPA;
- b) Only full members who have paid their annual membership fees before the Annual General Meeting or Extraordinary Meeting shall have voting rights at such meetings;
- c) Only full members who have paid their full membership fees at the time of the Annual General Meeting shall be eligible for election to the Coordinating Committee and be nominated to represent DPA at meetings within or outside Vanuatu.

#### **5. AFFILIATES OF DPA**

- a) Community based organizations of and for persons with disabilities may be affiliated to DPA upon the approval of the Coordinating Committee;
- b) Official affiliation of community based organizations shall be endorsed by the Annual General Meeting.
- d) Only Affiliate Members who have paid their an annual membership fees shall be entitled to vote at the Annual General Meeting or Extraordinary Meetings;

#### **6. ASSOCIATE MEMBERS**

- a) Associated members shall be open to individuals and organizations who support the aims of DPA;
- b) Associated members who shall be known as FRIENDS OF DPA shall be approved by the Coordinating Committee;
- c) Associate members shall pay an annual subscription fee as determined by the Coordinating Committee;
- d) Associate members shall be entitled to participate in any initiatives organized by DPA or others that promote the aims of DPA;

- e) Associate members shall not have any voting rights at Annual General Meetings or Extraordinary Meetings.

## **7. MEMBERSHIP FEES**

The Coordinating Committee shall have the power to determine membership and other types of fees as decided from time to time.

## **8. TERMINATION OF MEMBERSHIP**

- a) Full Members and Affiliate Members shall be entitled to withdraw their membership at any time and give notice to the Chair of DPA;
- b) A Full Member or an Affiliate Member may be expelled by the Coordinating Committee if they cause acts which are contrary and detrimental to the aims and not in the best interest of DPA;
- c) Such expulsion shall be passed by a two-third majority of a resolution of the Coordinating Committee;
- d) In the event that an Affiliate Member is expelled that member shall be given due notice and the opportunity to respond to the expulsion;
- e) The expelled Affiliate may appeal the decision to the Annual General Meeting;
- f) In such a case the decision of the Annual General Meeting shall be final.

## **9. ANNUAL GENERAL MEETING**

- a) The Annual General Meeting shall be the supreme decision making body of DPA;
- b) The Annual General Meeting shall consist of representatives from Full members and Affiliate Members;
- c) The Annual General Meeting shall be held no later than 30 March of each year. If this is not possible the Coordinating Committee shall have the authority to decide upon another date;
- d) Notices of the Annual General Meeting shall be communicated to all financial members at least 10 working days prior to the meeting;
- e) The Agenda for the AGM shall include:
  - i) Confirmation of the Minutes of the previous AGM,
  - ii) Matters Arising
  - iii) Report from the Chair of the Coordinating Committee
  - iv) Report from the National Coordinator
  - v) Presentation of the Annual Report

- vi) Presentation of the Financial Accounts
  - vii) Election of Coordinating Committee (every two years)
  - viii) Endorsement of Auditor every two years (where necessary)
  - ix) Any Other Business
- f) The quorum for any AGM shall be 20 of financial members;
  - g) In the absence of a quorum the AGM shall proceed and the business of the meeting shall be reported at the next AGM;
  - h) Annual General Meetings shall be open to the public.

## **10. 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 of DPA;
- b) Notification of time, place, date and reason(s) for the meeting shall be sent to each financial 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 next AGM.

## **11. VOTING**

- a) Voting at the Annual General Meeting or Extraordinary Meetings shall be open to Full and Affiliate Members who have paid their annual fee present at the meeting;
- b) Voting shall be by simple majority done by a show of hands, feet, head, call of voice or any other means available to, and, appropriate for a member indicating his or her vote.

## **12. COORDINATING COMMITTEE**

- a) The Coordinating Committee shall be responsible for looking after the affairs of the association between Annual General Meetings;
- b) The Coordinating Committee shall consist of seven members comprising of the Chair, Vice-Chair, Secretary, Treasurer, one parent/caregiver representative and two members at large;
- c) At least 51 percent of the members of the Coordinating Committee shall be persons with disabilities;
- d) There shall be three males and three females on the Coordinating Committee and the remaining member can be of either sex;

- e) Members of the Coordinating Committee shall be elected every two years on the floor at the Annual General Meeting;
- f) 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;
- g) 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. Decisions from such meetings shall be endorsed at the next Coordinating Committee meeting;
- h) In the event that a member of the Coordinating Committee is absent for three consecutive meetings within his or her term of office without proper reason(s) 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;
- i) The Coordinating Committee shall be responsible for the hiring and firing of the National Coordinator and determine his or her duties. The National Coordinator shall automatically be on the Coordinating Committee in an advisory capacity;
- j) The Coordinating Committee shall have the authority to invite ex-officio members from organisations working with and for people with disability and other organizations to sit on the Committee. Such member(s) shall have speaking rights but not voting rights;
- k) 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
  - Women with Disabilities Committee
  - Parents & Caregivers Committee
  - Others
- k) Any other business as may arise from time to time.

### **13. EXECUTIVE COMMITTEE**

- a) There shall be an Executive Committee which shall carry out the work of the Coordinating Committee between meetings;

- b) The Executive Committee shall comprise of the Chair, Secretary and the Treasurer;
- c) The Executive Committee shall meet four time a year;
- d) All decisions made the by the Executive Committee shall be endorsed by the Coordinating Committee.

#### **14. 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 National 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 as and when the time comes for such a decision.

#### **15. SIGNATORIES**

- a) There shall be three signatories to any bank accounts held by DPA;
- b) Such signatories shall be determined by the Coordinating Committee;
- c) All financial transactions shall require any two of the three signatories.

#### **16. COMMON SEAL**

- a) There shall be a Common Seal of such design as approved by the Coordinating Committee;
- 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 National Coordinator who shall be in charge of and responsible for the safe custody of the Seal when not in use.

**17. BY-LAWS**

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

**18. LEGAL ENTITY**

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

**19. 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 funds upon mortgage of lands, building, tenement or hereditaments or in debentures, stock, funds, shares or securities of any government, municipality, corporation, company or person.

**20. AMENDMENTS TO THE CONSTITUTION**

Any amendments to this 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.

**21. 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.

**22. LANGUAGE**

- a) This constitution shall be available in Bislama, English and French. For the purpose of legal interpretation, the English constitution shall be used;
- b) The constitution shall be transcribed into Braille at the earliest opportunity;

- c) Where possible other means of disseminating the provisions of the constitutions shall be developed.

### **23. ADOPTION OF THE REVISED CONSTITUTION**

The amendments to the 2002 constitution were adopted by a resolution passed at the Annual General Meeting held on Tomman Island, Malekula on the 9<sup>th</sup> day of August 2007.