

# CONSTITUTION, RULES AND REGULATIONS OF AFRICAN PARLIAMENTARIANS NETWORK AGAINST CORRUPTION- Kenya Chapter

## **THE PREAMBLE**

We, the members of the African Parliamentarians Network against Corruption- Kenya Chapter

**AFFIRMING:** That the commitment and capacity of Kenyan Parliamentarians to fight corruption must be strengthened.

**AWARE:** That corruption poses a grave danger to the well-being of Kenyan people and to the development of our country.

**ALARMED:** That corruption diverts scarce resources from basic human needs and destroys confidence in the integrity of our institutions.

**CONCERNED:** That it is essential that we develop healthy, balanced relations between the state, civil society and the marketplace and that parliaments be strengthened as effective institutions of accountability in overseeing the policies and actions of governments.

**ACKNOWLEDGING:** That corruption can best be controlled by strengthening systems of accountability, transparency and public participation in the governance processes of our country.

**REALIZING:** The great value of Kenyan parliamentarians coming together to share information, experience and lessons in strengthening parliament in the fight against corruption.

**REITERATING:** Our commitment to strengthen the commitment and capacity of Kenyan parliamentarians to fight corruption by:

- Building the commitment and capacity of parliament to exercise accountability with particular relation to financial matters.
- Sharing information lessons learned and best practices
- Undertaking projects to control corruption
- Cooperating with organizations in civil society with shared objectives

Do hereby resolve and it is **RESOLVED** to form the African Parliamentarians Network Against Corruption- Kenya Chapter as a tool for strengthening Parliament's contribution to the fight against corruption.

# CHAPTER ONE

## ARTICLE 1: NAME

The name of the Network shall be African Parliamentarians Network Against Corruption – Kenya Chapter (hereinafter called "APNAC - K", or 'Kenya Chapter')

## ARTICLE 2: REGISTERED OFFICE

The first registered office of APNAC-K shall be situated in Nairobi, Kenya.

## ARTICLE 3: AIMS AND OBJECTIVES

The objects for which APNAC-K is established are:

- a) To build the commitment and capacity of parliament to exercise accountability, with particular relation to financial matters.
- b) To share information on lessons learned and best practices.
- c) To undertake projects to control corruption.
- d) To cooperate with organizations in civil society with shared objectives.
- e) To raise general awareness on the issue of corruption at all levels of society.
- f) To sensitize, educate and make aware the population on the existence, threat and danger corruption.
- g) To campaign for inclusion of corruption issues to be in government priority programs
- h) To advocate for and encourage the improvement of state capacity to timely address and handle matters related to corruption.
- i) To liaise with national and international organisations and institutions on all matters of corruption.
- j) To mobilise internal and external resources to promote anti-corruption programs.
- k) To develop links with the other oversight committees of Parliament in Kenya and with Parliamentarians across Africa.
- l) To do all such other things as are incidental or conducive to the attainment of these objects or any of them.

## CHAPTER TWO

### ARTICLE 1: MEMBERSHIP

Membership of APNAC-K shall comprise the following:

(i) Founding Members

These are Kenyan Parliamentarians who were members of APNAC-K as at .....

(ii) Full Members

These include all Kenyan parliamentarians who are committed to the objectives of APNAC-K. Applications for membership shall be made in the form prescribed by APNAC-K and shall be subject to approval by the Management Committee.

(iii) Honorary Members

These include any other members of the public such as experts in anti-corruption, ex-parliamentarians or members of legislative staff who have a vested interest in the objectives of APNAC-K. Applications for membership shall be subject to approval by the Management Committee.

(iv) Observer Status Members

These will include donor countries and other international organisations funding APNAC-K.

### ARTICLE 2: CODE OF CONDUCT

- (a) Each member shall strive to behave in a manner, which upholds the integrity of APNAC.
- (b) Each member shall strive to strengthen the commitment and capacity of Kenya Parliamentarians in their fight against corruption.
- (c) Each member shall subscribe to APNAC-K's Code of Conduct

### ARTICLE 3: CESSATION OF MEMBERSHIP

(a) A person shall cease to be a member:

- (i) By signing under his/her hand a resignation addressed to the Chair at anytime.
- (ii) If he/she fails to fulfil her obligation to APNAC-K or commits an act which amounts to a breach of the objectives of APNAC-K or its Code of Conduct. Provided that the Management Committee subject to approval by the general meeting shall take this decision of APNAC-K.
- (iii) If he/she is convicted of a criminal offence by a competent court.

(b) If a member of APNAC-K is not re-elected to the parliament, he/she may retain Honorary member status of APNAC-K subject to approval by the Management Committee.

## **CHAPTER THREE**

### **ARTICLE 1: ADMINISTRATIVE ORGAN**

(a) The administration of APNAC-K shall be vested in the Management Committee, which shall comprise of the Chair, Vice-Chairperson and three other members heading the sub-Committees are on Finance, Programmes, and Legal affairs.

(b) The Management Committee shall have power to create sub-committees for specific tasks as required.

(d) There shall be an APNAC-K secretariat to deal with the day to day running of the affairs of APNAC-K.

### **ARTICLE 2: ELECTION OF OFFICE BEARERS**

The first Management Committee shall remain in office for a term of two years. Thereafter, members will be re-elected at the annual general meeting of APNAC-K.

### **ARTICLE 3: FUNCTIONS OF THE MANAGEMENT COMMITTEE**

In addition to all the roles hereby expressly conferred upon them and without detracting from the generality of their power under any other article, the Management Committee shall have the following duties and responsibilities, namely:

(a) To manage the affairs of APNAC-K on behalf of members.

(b) To liaise with other APNAC national chapters and the continental parent body.

(c) To act as the official spokesperson of APNAC-K.

(d) To expand the funds of APNAC-K in such a manner as they shall consider most beneficial for the purposes of APNAC-K

(e) To enter into contracts on behalf of APNAC-K.

(f) To make, and from time to time repeal or alter, regulations as to the management of APNAC-K and the affairs thereof, and as to the duties of any officers or servants of APNAC-K and as to the conduct of business by the Management Committee or any subcommittee, as to any of the matters or things within the powers or under the control of the Management Committee, provided that the same shall not be inconsistent with the Constitution.

(g) To delegate all or any of their powers to any Sub-Committee.

(h) To discipline employees of APNAC-K.

(i) To consider appeals on cessation of membership

(j) Generally to do all things necessary or expedient for the due conduct of the affairs of APNAC –K not herein otherwise provided for.

(k) The Management Committee shall be accountable to the objectives of APNAC-K, its constitution, and to its members.

## **ARTICLE 5: MEETINGS**

- (a) APNAC-K shall have an annual general meeting of all its members.
- (b) The Management Committee may convene an extraordinary general meeting whenever they think fit.
- (d) Notice of 45 days must be given to convene a general or extra-ordinary meeting.
- (e) Quorum;
  - (i) At any extraordinary general meeting shall be held if one third of members sign a petition to the Management Committee requisitioning
  - (ii) In all cases, one third of members shall be a quorum at general meeting or at an extra-ordinary general meeting.
  - (ii) Quorum for the Management Committee shall be three members.

## **ARTICLE 6: CONDUCT OF BUSINESS AT GENERAL MEETINGS**

- (a) At any meeting at which the Chair or Vice-Chair shall not take the chair the meeting shall elect a member to chair the meeting.
- (b) The Chair of APNAC-K shall chair all meetings unless his conduct is the subject of debate in which case a temporary Chair will be elected.
- (c) No member shall have more than one vote, except that in any case of equality of votes on a division the Chair shall have a second casting.
- (e) The APNAC-K secretariat will keep a proper record of all the meetings of APNAC-K and those of its committees

## **CHAPTER FOUR**

### **ARTICLE 1: FINANCIAL PROVISIONS**

- (a) All monies are to be used for fulfilment of the objectives of APNAC-K.
- (b) Sources of finance for APNAC-K shall include the following:
  - (i) Fund raising from internal and external sources
  - (ii) Donations and Grants
  - (iii) Partnerships and agreements with funding organizations.
  - (iv) In-kind contributions of Parliament.
  - (v) Self generation through membership fee and annual subscription to be determined by members.

### **ARTICLE 2: BANK ACCOUNT**

- (a) The APNAC-K Management Committee shall by general resolution keep a bank account in a financial institution of its own choice and all financial transactions shall appear in the names of APNAC-K
- (b) All cheques of the APNAC-K Management Committee shall be signed by the Chair and the Chair of the Finance sub-Committee.

### **ARTICLE 3: ACCOUNTS AND AUDIT**

- (a) The financial year of APNAC–K shall commence from 1 January to 31 December.
- (b) The Management Committee shall keep proper books of accounts to be audited. Income and expenditure statements shall be available for discussion in every general meeting apart from extra-ordinary meetings.
- (c) Budget and Work plans shall be presented to Annual General Meeting by the Management Committee for approval.
- (d) The Secretariat shall produce an Annual Report showing activities undertaken and amount and sources of funding received as well as monies spent in the fiscal year.

## **CHAPTER FIVE**

### **ARTICLE 1: AMENDMENT AND REPEAL OF ARTICLES**

(a) This constitution may be modified, enlarged, abridged or added to from time to time by special resolution passed by two thirds majority vote of members present at a meeting provided notice of the meeting is duly served on members as required under this constitution.

(b) Any member proposing changes in the constitution shall reduce the same into writing notifying the Management Committee not less than twenty-one (21) days before the date of the meeting at which it is first to be considered.

(c) The approved changes shall be embodied in the amended constitution.

### **ARTICLE 2: SEAL**

The Management Committee shall provide for the safe custody of the seal.

The authority of the Chair shall only use the seal and the Chair shall sign every document to which the seal shall be affixed. The Chair may delegate the responsibility under this Article to any member of the management Committee.

### **ARTICLE 3: INDEMNITY**

Every officer, agent, and employee for the time being of APNAC-K shall be indemnified out of the assets of APNAC-K against any liability incurred by him/her in defending any proceedings, whether civil or criminal in which APNAC-K is involved.

### **ARTICLE 4: INTERPRETATION**

In this constitution unless specifically provided the following words shall bear the meanings attached hereunder.

APNAC Kenya: African Parliamentarians Network Against Corruption (Kenya Chapter) established under this constitution.

Parliament: Parliament as by the law established.

Seal: The common seal of APNAC-K