



INTEGRATED DISABLED WOMEN ACTIVITIES

Plot 10, Jalum Road, Northern Division, Iganga Municipality
P. O. Box 556, Iganga, Uganda, East Africa, Tel: +256 772 449 270
E-mail: info@idiwa.org, idiwa2009@gmail.com. Website: www.idiwa.org

CONSTITUTION

OF

INTERGRATED DISABLED WOMEN ACTIVITIES

AS AMENDED AUGUST 2015

NGOBI - BALIDAWA MOSES

COMMISSIONER FOR OATHS
DATE.....
29/11/2017

PREAMBLE

AWARE of the deplorable quality of life of women and girls with disabilities live;

NOTING that women and girls with disabilities face heightened discrimination on account of gender and disability;

HAVING REALISED that women and girls with disabilities face problems that are peculiar to them and need specific attention;

REALISING that efforts to address the plight women and girls with disabilities are hindered by lack of sufficient information, coordination and communication to effectively address our concerns;

WHEREAS many NGOs and national women organizations have done a lot in terms of advocacy, coordination and resource mobilization for women, and other vulnerable groups at national level;

CONVICED that we could better address the plight of women and girls with disabilities, and other vulnerable groups at the local level through coordinated and joint effort as an organized group;

We the women whose names are subscribed hereunder constitute ourselves into ***INTEGRATED DISABLED WOMEN ACTIVITIES (IDIWA)***;

NOW THEREFORE, we the members assembled on this 27th day of August in the year of our lord **two thousand fifteen**, do hereby ordain, adopt and build ourselves and our successors with this constitution.

Article 1: NAME AND OFFICE

- i) The name of the organization shall be **INTERGRATED DISABLED WOMEN ACTIVITIES (IDIWA)** herein after referred to as the **ORGANIZATION**.
- ii) The head office of the organization shall be located in Iganga District in Eastern Uganda.
- iii) Other offices shall be established in other districts in Busoga sub region as and when need arises.

Article 2: INTERPRETATION

In this Constitution, if in the context anything inconsistent therewith:

- a) "The organization" Shall mean *INTERGRATED DISABLED WOMEN ACTIVITIES*.
- b) The expression DISABILITY shall mean any continuing condition that restricts everyday activities, which is attributable to intellectual, psychiatry, cognitive, neurological, sensory or physical impairment, or a combination of impairments, which is permanent or likely to be permanent, and results into substantially reduced capacity of the person for communication, social interaction and learning, and need for continuing support services.
- c) For purposes of this constitution, other vulnerable groups shall include; Youth, Children, People living with HIV/AIDS and the Elderly.
- a) Busoga sub- region shall include ten districts including Iganga, Bugiri, Mayuge, Luuka, Namutumba, Kamuli, Jinja, Namayingo, Kaliro and Buyende any other districts that shall be created from time to time.
- b) If any disputes arise during implementation of the provisions of this constitution, they shall be submitted to an independent lawyer appointed the General Assembly and the decision of such a lawyer shall be final.

Article 2: NATURE OF THE ORGANIZATION

The organization shall;

- i) Be a voluntary non-governmental organization of Women with Disabilities targeting Women and Girls with Disabilities as the primary focus, People with Disabilities and other vulnerable groups in Busoga sub region as secondary focus.

NGOBI - BALIDAWA MOSES
COMMISSIONER FOR OATHS
DATE 29/11/2017

- ii) Be incorporated as a body corporate with perpetual succession and a common seal.

Article 3: VISION, MISSION, GOAL, THEMATIC AREAS AND OBJECTIVES

3.1 Vision

IDIWA visualizes an inclusive society in which human rights, citizenship and potential of women and girls disabilities, and other vulnerable groups are recognized and respected.

3.2 Mission

IDIWA's Mission is to empower women and girls with disabilities, and other vulnerable groups to maximize their potential and improve their standard of living.

3.3 Thematic areas:

IDIWA's work shall cover the following themes:

1. Human Rights and Good Governance.
2. Economic Empowerment and Livelihoods.
3. Health and Reproductive Rights.
4. Community Based Rehabilitation.
5. Education.

3.4 Goal.

The overall goal of the organization shall be to improve the quality of life of women and girls with disabilities, and other vulnerable groups in Busoga sub region.

3.5 Objectives.

- i) To advocate for equal opportunities and rights of women and people with disabilities, and other vulnerable groups.
- ii) To empower groups of different disability categories to establish themselves and advocate for their specific needs; the groups shall include Women with Albinism, Physical Disability and Hearing and Visual impairments among others.
- iii) To empower women and girls with disabilities, and other vulnerable groups to promote Human Rights and Good Governance.

- iv) To improve the socio-economic status of women and girls with disabilities, and other vulnerable groups through Agriculture and Value added processing, Entrepreneurship and Vocational skills development.
- v) To advocate for reproductive health rights of women and girls with disabilities, and other vulnerable groups as a means for their socio-economic advancement.
- vi) To promote Health and Nutrition, Sanitation and Environmental protection to ensure sustainable livelihoods of women and girls with disabilities, and other vulnerable groups.
- vii) To promote inclusive education for girl children with disabilities and other vulnerable children.
- viii) To contribute to the prevention and management of disabilities through self-help community based initiatives of Women and girls with Disabilities and vulnerable groups.
- ix) To strengthen the organizational capacity of IDIWA to effectively deliver services to the target groups.
- x) To mobilize resources to finance activities of the organization as well as investing in sustainability projects.
- xi) To partner with other civil society organizations to implement the objectives stated herein about.
- xii) To engage in Income Generating Activities (IGAs) for employment creation and organizational sustainability; such IGAs shall include; food processing, soap making, saving and credit, and secretarial services among others.
- xiii) To enter into contractual agreements with individuals and organizations to carry out activities of the organization.

Article 4: MEMBERSHIP

4.1 Membership to the organization shall be open to all groups of women and girls with disabilities in Busoga sub region. The following types of members shall be recognized:

(a) Ordinary members.

These are members of groups of women and girls with disabilities who pay membership and annual subscription fees to the organization.

(b) Associate members.

NGORI - PALIDAWA MOSES
 COMMISSIONED FOR OATHS
 DATE: 29/11/2017

These are persons and institutions recognized by the organization through donation, employment of women and girls with disabilities, and other vulnerable groups, and or collaboration in programme implementation.

Article 5: RIGHTS AND OBLIGATIONS OF MEMBERS

Fully paid up members of the organization shall have the following rights and obligations:

- i. Access and use of the organizations assets as long as they shall be used to achieve the objects of the organization.
- ii. Participate in the organizations meetings and planning processes, monitoring and evaluation of activities.
- iii. Vote and be voted to any position.
- iv. Members shall be semi- autonomous in performing activities within their mandate and within the framework of this Constitution.
- v. Members shall pay membership and annual subscription which shall be recommended by Board of Directors and approved by the General Assembly.
- vi. A member who fails to pay membership shall not benefit from IDIWA services and shall have no voting rights.
- vii. Associate members shall benefit from all IDIWA's services, have no voting rights and shall not be voted to occupy any position on the Board of Directors.

ARTICLE 6: CORE VALUES AND PRINCIPLES

Members shall be guided by the following values and principles;

- i. Transparency and accountability
- ii. Unity in Diversity
- iii. Service above self
- iv. Fairness
- v. Respect for self and others
- vi. Goodwill and better friendship

NGOBI - BALIDAWA MOSES
29/11/2017

ARTICLE 7: TERMINATION FROM ORGANIZATIONAL MEMBERSHIP

Without prejudice to any clause in this constitution, a member shall be terminated on the following grounds;

- i. Resignation in writing, signed by the member and stating the reasons for resignation, addressed to members through the Chairperson and giving a three months' notice.
- ii. Failure to attend three consecutive meetings without communication to the Chairperson.
- iii. Removal by a resolution supported by not less than two thirds of members present and voting at the General Meeting, especially on grounds of:
 - a) Misconduct.
 - b) Abuse of office.
 - c) Incompetence.
- iv. Failure to pay membership and annual subscription fees

Article 8: STRUCTURE

8.1 The structure of IDIWA shall consist of:

- i. The General Assembly
- ii. The Board of Directors
- iii. The Secretariat

8.2 Powers and functions of different structures of the organization.

8.2.1 General Assembly:

- i. The General Assembly shall comprise of delegates from community groups of women with disabilities as resources shall allow.
- ii. The delegates shall be nominated by the community groups of women and girls with Disabilities.
- iii. At each General Assembly session, the outgoing Board shall constitute part of the delegates with the right to vote and be voted.
- iv. The General Assembly shall be the supreme policy making organ of IDIWA.

- v. Approve annual accounts and auditors of the organization.
- vi. Approve the establishment of any institutions or bodies required for smooth running of the organization.
- vii. Approve membership and subscription fees.
- viii. Amend the constitution.
- ix. Elect the Board of Directors.
- x. Receive, consider and approve reports of the Board and auditors.
- xi. Ratify any agreement made between IDIWA and other organizations.
- xii. Approve plans and programs of the organization.
- xiii. Amend the constitution

8.2.2 Board of Directors

a. Composition:

The Board shall comprise of nine members as follows:

- i. Chairperson.
- ii. Vice Chairperson.
- iii. Treasurer.
- iv. Secretary who will be the Executive Director.
- v. Three members representing different disability categories.
- vi. Two experts nominated by the Board of Directors and General Assembly in line with organizational programs.

b. Term of Office:

- i. The Board shall be elected for a term of office of **five** years but members shall be eligible for re-election for another term.
- ii. The maximum number of terms of office a member of the Board of Directors can serve is two terms only.

c. Powers and functions of the Board of Directors:

- i. Direct management of the organization.
- ii. Control and administer the funds of the organization.
- iii. Develop and approve policies to guide operations of the organization.
- iv. Supervise and monitor policy implementation.
- v. Appoint standing committees, task forces and commissions to deal with specific tasks.
- vi. Appoint senior members of staff and determine their terms and conditions of service.
- vii. Mobilize resources for the organizational activities.
- viii. Supervise the preparation of annual budgets for approval by the General Meeting.
- ix. Propose constitutional amendments.
- x. Monitor the performance of groups of women and girls with Disabilities.
- xi. Prepare and submit annual reports to General Meeting.
- xii. Enter into agreement with any other organizations or individuals on behalf of the organization.

d. Cessation of Board membership:

A person shall cease to be a member of the Board upon:

- i. Voluntary resignation in writing and signed by the member.
- ii. Being declared bankrupt by the competent court of law.
- iii. Conviction of any criminal offence.
- iv. A successful vote of no confidence.

8.2.3 Office Bearers:

- i. The office bearers shall be the Chairperson, Vice Chairperson, Secretary and Treasurer and their duties shall include:

a) Chairperson

The Chairperson shall;

NGOBI PALIDAWA MOSES

 COMMISSIONER FOR OATHS
 DATE: 29/11/17

1. Be the Executive Head of the organization.
2. Be responsible to the General Assembly for ensuring that the organization achieves its Vision, Mission and objectives and functions as defined in the constitution.
3. Preside over meetings of the General Assembly and the Board of Directors.
4. Deliver on appropriate occasions an address on the status of the organization.
5. Oversee operations of the organization.
6. Be signatory to all accounts of the organization.
7. Carry out any other duties entrusted to her by the General Assembly.

b) Vice Chairperson

The Vice Chairperson shall:

1. Deputize the Chairperson.
2. Execute duties of the Chairperson at all times in absence of the Chairperson.
3. Perform any other duties assigned to her by the Board and the Chairperson

c) Treasurer

The Treasurer shall:

- i. Be the principle adviser to the organization on all financial matters.
- ii. Supervise the preparation of annual budgets.
- iii. Supervise the preparation of annual accounts of the organization and their submission to the auditors.
- iv. Be signatory to all accounts of IDIWA.
- v. Be the custodian of all properties and establishment of the organization.

- vi. Spearhead the mobilization of funds and other resources.
- vii. Perform any other duties assigned to her by the Board or Chairperson

d) Secretary

- 1) The Executive Director shall be the Secretary to the Board of Directors.
- 2) The Secretary shall organize meetings of the Board of Directors and determine the agenda in consultation with the Chairperson.
- 3) Be Secretary to all Committees of the Board of Directors.
- 4) Be the Principal Signatory to all organizational bank accounts.

- ii. **Board members** shall attend all meetings of the Board and Committees, and participate in planning and monitoring and evaluation of activities, resource mobilization and public relations.

8.2.4 Standing Committees of the Board of Directors:

The Board shall establish standing committees to perform various functions in the organization. The Committees shall include; Human resources Committee, and Finance Committee.

a. Human resources Committee:

The Committee shall ensure that IDIWA's human resources management policies and activities are adequate and effective. In this regard, the specific responsibilities that the committee will carry out on behalf of the Board are as follows:

- I. Review, monitor and make recommendations to the Board of Directors on IDIWA's human resources strategy and policies that pertain to staffing, compensation, benefits, and related issues of strategic importance that directly affect IDIWA's ability to recruit, develop and retain the highly-qualified staff needed for it to achieve its mandate.
- II. Review and approve plans for recruitment and changes in overall staffing levels of IDIWA.
- III. Provide general oversight of policies and processes that ensure IDIWA's compliance with occupational and environmental health and safety legislation, relevant regulations, standards and code of practice.

- IV. Review and recommend to the Board of Directors material policies governing IDIWA's human resources, and any amendments.
- V. Review and approve the annual salary scales, taking into account recommendations from the secretariat as may be applicable, and in consultation with organizations at the same level as appropriate.
- VI. The committee shall submit reports and recommendations to the Board of Directors through the chairperson.

b. Finance Committee:

The Committee shall ensure that IDIWA's financial and material resources are effectively and efficiently managed according to the financial policies and procedures. The Finance Committee shall carry out the following specific responsibilities on behalf of the Board of Directors:

- I. Review, monitor and make recommendations to the Board of Directors on IDIWA's financial resources management and policies that pertain to financial planning and budgeting, internal control system, control environment, procurement, fraud and related issues of strategic importance that directly affect IDIWA's ability to attract and retain donors, and raise funds needed for achievement of its mandate.
- II. Review quarterly and annual financial reports and budgets before presentation to the Board of Directors.
- III. Prepare and present quarterly technical financial reports to the Board to provide guidance and enable financial decision making.
- IV. Review internal and external audit reports and report its findings and recommendations, on such issues in line with bullet 1 above, to the Board of Directors.
- V. Consider with other Board committees and Management the implications of recommendations of other Board committees on IDIWA's financial resources management and policies.
- VI. Review organizational financial plans and budgets for approval by the Board of Directors.
- VII. Review and recommend to the Board of Directors material policies governing IDIWA's financial resources, and any amendments thereto;
- VIII. Review the staff remuneration, Board facilitation and consultancy costs for Board approval taking into account recommendations from the secretariat as may be applicable, and in consultation with organizations at the same level as appropriate, dependent on availability of funds.

- IX. Prepare and submit reports and recommendations to the Board of Directors through the Chairperson.

8.2.3 Secretariat

- i. A secretariat shall be established to implement the day to day activities of the organization. It shall be headed by an Executive Director.
- ii. The Executive Director shall perform the following duties and responsibilities:
 - a) Overall planning and executing strategies meant to help the organization gain a better position and ensuring that all the policies are adequately implemented.
 - b) Coordinating with the Board of directors and other department for efficient and smooth running of the organization.
 - c) Looking after the entire organization's wellbeing, ensuring that each and every function of the organization is performed in accordance with the set rules and procedures.
 - d) Ensuring that the developmental programs of the organization are implemented according to plan.
 - e) Looking after the quality and functions of different departments of the organization.
 - f) Taking care of the highly confidential and top-secret official documents to help maintain the privacy of the organization.
- iii. The secretariat shall have many departments as shall be approved from the time by the Board of Directors in line with the thematic areas indicted under Article 3 (3) of this constitution.

Article 9: MEETINGS

9.1 Meetings of the General Assembly:

a. Annual General Meetings (AGM)

- i. The Annual General Meeting shall sit in an ordinary session at least once every year. Such meetings shall take place in Iganga town at a venue decided by the Board of Directors.
- ii. The General Assembly shall meet after five years.

NGOBI BALIDAWA MOSES
COMMISSIONER FOR OATHS
DATE... 29/11/17

- iii. One half of the members shall form quorum for the General Assembly.
- iv. Fourteen days' notice by email or telephone shall be given for ordinary meetings of the Assembly.

b. Extra ordinary meetings of the General Assembly:

- i. Shall be held as deemed necessary by the Board of Directors.
- ii. Upon a petition signed by one half of the members of the General Assembly.
- iii. Seven days' and Fourteen days' notice by email or telephone shall be given for ordinary meetings and extra -ordinary meetings of the General Assembly respectively.
- iv. At least one half of the members shall form a quorum at the extra ordinary session of the General Assembly
- v. If quorum is not realized at any ordinary or extra -ordinary meetings, another meeting shall be convened within a month from the date of that meeting. The postponed meeting shall be held irrespective of the members present and any decisions taken shall be valid. A postponed meeting without quorum shall, shall not deal with important and sensitive issues like amendments to the constitution, election of office bearers and disposal of assets
- vi. Decisions on any other matter, which do not require a special majority, shall be taken by simple majority of the members present or by consensus

9.2 Meetings of the Board of Directors.

- i. The Board shall meet at least once every three months at time and venue fixed by the Secretary in consultation with the Chairperson.
- ii. Five members of the Board shall form a quorum.
- iii. A decision at any meeting shall be taken simple majority of the members present and voting. The person chairing the meeting shall have a casting vote in case no majority is realized.
- iv. A resolution taken by two thirds of the members of the Board of Directors shall be duly passed and the meeting shall be duly constituted.

Article 10: ELECTIONS

1. Elections shall be held every five years during the General Assembly
2. Elections shall be by secret ballot.
3. For each office, names nominated shall be seconded by two people.
4. Members shall have the right to challenge any nominated candidate on matters pertaining to the organization objectives or, on her competence to hold such office or having a criminal record.
5. There shall be elected a returning officer assisted by two tellers from among non-voting members of the Assembly to conduct the elections.
6. **Bye- elections**
 - a) Whenever a position falls vacant in accordance with the provision of this constitution, bye elections shall be held.
 - b) Bye elections shall be held during an extra ordinary session of the General Assembly within a period of 3 months.
 - c) In case of vote of no confidence, bye elections shall be held during the extra ordinary meetings to hear and pass such vote.

Article 11: FINANCE

11.1 Sources of funds

- i. The funds of the organization shall consist of:-
 - a. Membership and annual subscription fees as shall be determined from time to time by the General Meetings.
 - b. Grants and Donations.
 - c. Proceeds from the organization's fundraising activities.
 - d. Income generating activities of the Organization.
 - e. Rent and sale of its property and services.
- ii. All monies raised from the above sources and properties coming into the control of the organization belong to the organization and are held on its behalf.

NGORI - BALIDAWA MOSES
COMMISSIONER FOR OATHS
DATE: 29/11/17

- iii. Except with the express permission of the Assembly any property shall be only for the provision of services and development projects, including the administrative expenses of providing such services or projects.

11.2 Accounts and Audit

- a) The organization shall cause proper books of accounts to be kept of all monies received and expended and all of its assets and liabilities.
- b) The organization shall maintain bank accounts in such banks and locations as shall be determined by the Board, the accounts shall be operated jointly by the following signatories:
 - i. Chairperson
 - ii. Treasurer
 - iii. Executive Director, who shall be the accounting officer and principal signatory
- c) The annual accounts shall be audited by a competent auditor appointed by the General Meeting on recommendation of the Board of Directors.

11.3 Financial year.

The financial year of the organization shall be 1st July to 30th June.

Article 12: AMENDEMENT OF THE CONSTITUTION










- i. A proposal to amend, revoke or to add to this constitution shall be communicated to all members of the Assembly at least 60 days before the General meeting at which such proposals are to be considered.
- ii. The proposal to amend this constitution shall be submitted by the majority of those members present and voting at the General Assembly.
- iii. No amendment shall come into force unless it is supported by two thirds majority of those members present and voting at the General Assembly
- iv. The notice of the meeting at which the proposals for amendment are to be considered shall contain a precise description of the amendments sought to be made.
- v. The power to amend, revoke or to add to this constitution lies with General Assembly and shall NOT be delegated to the Board of Directors.

Article 13: DISSOLUTION OF THE ORGANIZATION

- i. The Intergrated Disabled Women Activities shall only be dissolved by the law of Uganda or by a decision of the members taken at a General meeting for that purpose only.
- ii. The quorum at a General Meeting to consider dissolution of the organization shall be three quarters of the delegates.
- iii. The resolution to dissolve the organization shall be supported by three quarters of the majority of members present and voting.
- iv. In the untimely event of such dissolution as provided for in this article, the property of the organization shall be vested in the Executive Committee of the Board.
- v. The Executive Committee of the Board shall, after settlement of the debts and liabilities, transfer the property to some other institution or institutions having goals and objectives similar to those of this constitution.

The Constitution is hereby adopted this 27th Day of August 2015, two thousand sixteen.

Signed by:

SN	NAME	Sex	TITLE	DISABILITY	SIGNATURE
01	Aparo Anna	F	Chairperson	Blind	
02	Lydia Namasoga	F	Vice Chairperson	NA	
03	Angella Namugaya	F	Treasurer	NA	
04	Elizabeth Kayanga Kitimbo	F	Secretary/Executive Director	Physical	
05	Opoti Scholarstica	F	Member	Physical	
06	Kisubi Christine	F	Member	Physical	
07	Joy Suubi	F	Member	Physical	
08	Tibenda Margaret	F	Member	NA	
09	Biribawa Margret Kahwa	F	Member	Physical	

Witnessed and Certified by:

Name: BALIDAWA NGOBI MOSES

Title: ADVOCATE OF COURTS OF JUDICATURE

Signature: _____