



EDO NATIONAL ASSOCIATION
WORLDWIDE

CONSTITUTION

PREAMBLE

We the Edos, under the umbrella organization of the "Edo National Association Worldwide ", having seen the growth of the Edo people in the diaspora, gathered ourselves in oneness as a humanitarian association. We aspire to improve the lives of Edo people through education, advocacy, cultural and community engagements to promote meaningful connections for Edo people worldwide.

ARTICLE I

Name, Objectives, Offices and Governing Rules

Section 1. Name. The name of the Organization shall be The EDO National Association Worldwide, Inc. (ENAW or the "Organization"). The use of EDO in this Constitution means all indigenes of Edo State of the Federal Republic of Nigeria.

Section 2. Objectives. The objectives of the Organization shall be to:

- a. Promote unity, patriotism, and solidarity among all people of Edo origin in the Worldwide.
- b. Build a healthy and vibrant community of Edo people in Nigeria and Worldwide.
- c. Develop and implement proposals geared toward the development of Edo land.
- d. Protect and promote Edo language, culture, and heritage.
- e. Encourage active participation in lawful activities that will enhance the economic and social wellbeing of Edo people.
- f. Promote discipline, honesty, integrity and self-reliance among all the Edos.
- g. Work diligently for the education and advancement of all Edo children.

Notwithstanding the foregoing, the Organization shall not participate in political campaigns, endorse candidates for any political office or engage in any conduct that will violate its Articles of Incorporation, corporate or tax-exempt status, if any, under the Internal Revenue Code, or the law of any jurisdiction.

Section 3. Office. The Organization's principal offices shall be as stated in the Articles of Incorporation of the Organization (the "Articles"), or such other place as the governing body of the Organization may approve.

Section 4. Governing Rules. All meetings of the Organization, its Board(s), Council(s), Committees, subcommittees and Ad-hoc committees shall be governed by the laws of the states or countries in which each member state is domicile and this constitution. However, in the event of a conflict, the laws of the United States shall be supreme as the home country for which ENAW is registered.

Section 5. Fiscal Year. The Fiscal Year (FY) of the Organization shall begin on September 1 and end on August 31 of the following year.

ARTICLE II

Membership

Section 1. General: The Organization may affiliate with other organizations whose goals or objectives are consistent with the goals or objectives of the Organization. The Organization shall have two (2), classes of members. Where used in this constitution, "Member" shall mean a member organization or an Honorary Member.

- a. **Member Organization.** A "Member Organization" is an Edo organization that has been duly admitted for membership to the Organization. A member organization must be an Edo organization having Ten (10), or more active members pursuant to the existence of a valid constitution of that organization, incorporation certificate from the state government in which the organization is located, exist LOCALLY, have at least 95% of its members within the same local area where it is registered, no ongoing litigation or documented conflict with another organization and history that will not put

ENAW in disrepute. All local members of a member organization are automatically members of the Organization.

Locally, as is used in this document means ENAW Member Organizations or group must exist only within a particular state, county, city, neighborhood or community.

Note: Current members of the ENAW as of the date of the adoption of this amendment, with 10 or less persons in their organizations are grandfathered in. For those currently with less than 10 members, the member organization must submit its current list of members, incorporation certificate and an approved constitution within six (6) months of this adoption. Failure to do so will result in membership revocation. Once a membership status is revoked, they are no longer grandfathered in. Such member organizations must now meet the new membership requirements.

- b. **Honorary Members.** The status of "Honorary Member" may be conferred on non-Edos, who are not otherwise members of the Organization pursuant to subsection (a) of Articles II, for their outstanding character, wisdom, integrity, reputation, financial stability, and selfless support and contributions to the Organization. Conferment of honorary membership shall be at the sole discretion of the Council of Presidents (COP) upon recommendation by the Membership Committee. Any Member may nominate a prospective Honorary Member for recommendation by the Membership Committee.
- c. **Voting Member:** Member organization(s) admitted into ENAW must have been a member for a minimum of six (6) months to be eligible to vote in ENAW general elections. Honorary members are not eligible to vote in ENAW elections. However, they can attend meetings as observers.

Section 2. Admission. Each member organization shall apply for admission to the Organization by completing an appropriate form ("Admission Form") designated by the National President and approved by the Council of Presidents for such purpose. The Admission Form shall require pertinent information including, but not limited to, the prospective member organization's name, address, telephone number(s), e-mail address(es).

In addition to the foregoing,

- a. An application by a prospective member organization shall include the names, addresses and telephone numbers of all its active members and duly elected or appointed officers.
- b. All member organizations must have been duly registered in accordance with the laws of incorporation for their respective states or countries of domicile.
- c. Such intending member organization(s) **MUST** have been in existence for a minimum of two (2) years prior to sending their application forms to ENAW for admission.
- d. Member organization(s) willing to join the ENAW must provide to the ENAW membership committee, minutes of meetings, and financial records for two (2) years from a reputable bank of their jurisdiction for vetting. The intending member organization must produce its article of incorporation issued by a competent authority in their state of jurisdiction.
- e. Prospective members shall agree and attest to the values, goals and objectives of ENAW.
- f. Member organizations shall review and update their organization's records annually to ensure accuracy and completeness.

- g. Request for changes and or amendments to a previously submitted document used in support of admission will be sent to the membership committee for processing and approved by the Council of Presidents.
- h. Applications not accompanied with the proper application fees and or complete information shall be rejected.

Section 3: Membership Application Fee

- I. An applicant for admission as a member organization shall submit a one-time, non-refundable application fee of \$350USD with its application. An application not accompanied with the proper application fee or adequate information shall be rejected.
 - II. An Honorary Member shall complete an Admission Form but is not required to pay the Membership Application Fee. Notwithstanding the foregoing, Honorary Members may make voluntary financial contributions or other donations in kind to the Organization.
 - III. All fees or other payments shall be forwarded to the ENAW Financial Secretary who shall create an accurate record of the funds received. The Financial Secretary shall promptly forward all ENAW funds (including cash, cheques and/or bank drafts) collected to the Treasurer for deposit in the Organization's bank account within five (5) business days of receipt. Upon receiving monies and funds collected from the Financial Secretary, the Treasurer shall issue a receipt evidencing the amount, nature, and type of funds received to the Financial Secretary.
- a. Annual Dues.**
- I. Each member organization shall pay a fee of \$300USD in annual dues.
 - II. Honorary Members shall pay no annual dues.
- b. Due Date.** All dues required under subsection (b) shall be paid to the Treasurer on or before the April COP meeting. Dues not paid on or before the COP April meeting shall incur a "Late Payment" fee of ten percent (10%) of the total amount due. Any member groups projecting for a late payment of dues must provide to the Treasurer a LATE PAYMENT advance notice of at least thirty (30) days prior to the COP meeting in April.
- c. Collection of Payments.** The Financial Secretary shall be responsible and accountable for any payment owed or donated to the Organization during (or in connection with) the Convention. The ENAW Financial Secretary shall also keep accurate account of any such payments or donations, including the time, place, purpose, and manner of donated items (including gift items or souvenirs) as well as the name, address and telephone number of each donor, the amount of money donated, if any, of such donation. If any person receives any payment or financial donation for or on behalf of the Organization, such payment or donation shall immediately be forwarded to the Treasurer.
- d.** All project specific monies collected shall be paid directly into the ENAW specific. project account within 48 hours of collection. Request for disbursement for project use shall be in writing to the National President for approval. Disbursement shall be within 48 hours of receipt of the request. Exceptions to this include items in the annual project budget already pre-approval by the COP.

- e. **Penalty:** In addition to the late payment fee stated in c and other sections of this constitution, lack of payment may also result in membership suspension or revocation.

Section 4: Suspension of membership: A member organization that is not in compliance with section 3 and all application sections of this constitution including but not limited to the following: Refusal to pay dues and all approved applicable fee, Not attending 50% or more COP meetings, behaviors that considered disruptive and or dangerous to the safety and welfare of other member organizations.

Section 5: Forfeiture of Membership: A member organization that is not in compliance with section 3 and has not paid yearly dues for 3 years shall forfeit their membership. A member organization may also forfeit their membership “for cause” upon approval of the COP. For cause shall be as defined in the applicable sections of this Constitution.

Section 6: Reinstatement of Forfeited membership:

A member organization that forfeits membership shall reapply for membership as a new member and pay application, registration and first year dues before reinstatement. Membership on record shall start afresh.

ARTICLE III

Organization Structure of the Organization

Section 1. General: The organization structure of ENAW shall comprise the Council of Presidents (COP), Executive Council (Executives), Board of Advisors (BOA), and working Committees.

Section 2. Nature of Roles:

- a. The COP shall function as the legislative body (responsible for rules and policies making) and
 - I. maintain oversight responsibility over the activities of the Executive Council
 - II. elect and dismiss members of the Executive Council and Board of Advisors.
- b. The Executive Council shall be responsible for implementing all operational policies and programs of the association as established by the COP.
- c. The Executive Council shall periodically report the activities and operations of the Executive Council to the COP. Quarterly reporting shall serve as the needed checks and balances of the Organization.
- d. The Board of Advisors shall use their vast and diverse experiences to provide advice and consultation to guide the COP and Executive Council to properly carry out their responsibilities.

Section 3. Functional relationship within the Organization: The functional relationship among the governing arm of the Organization shall be as defined in this constitution.

- a. The COP shall function as the Board of Directors of the Organization by retaining the designation of Council of Presidents.
- b. As the Board of Directors, the COP shall provide oversight and legislative functions and determine and formulate policies and programs for effective running of the Organization.
- c. The COP shall not interfere with the Executive functions besides providing oversight responsibilities

for the Organization. However, should the Executive be found wanting, the COP will be vested with the right to take appropriate action(s) necessary to remedy the situation.

- d. In the event of allegations of potential Constitutional violations or gross mismanagement or misappropriation of funds, the COP shall refer the matter to the appropriate Committee for investigation. The Committee shall provide its findings to the COP within 45 days or less as specified by the COP.

Section 4. ENAW Meetings: ENAW shall have COP meetings, Executive meetings, and BOA meetings as designated in this constitution. Robert's Rules and other widely recognized and accepted standards for parliamentary procedure shall be used in these meetings.

- a. **COP Meetings (April & Convention):** The ENAW shall continue to hold its annual April COP meeting. The April meeting shall strictly be for the members of the Council of Presidents for the conduct of ENAW affairs. The COP shall also continue to hold meetings on Thursdays, Fridays and Sundays during the yearly National Convention and at such other times that regional or other meetings are deemed necessary. The members of the Executive Council shall not be participating members in the meetings but may be granted opportunity to present reports of their activities to the COP at these meetings with the exception of the ENAW secretary who shall only provide the minutes of the minutes and shall have no input in its deliberations.
- b. **Control and Conduct of COP Meetings (April & Friday during Convention):** The presiding officer at the COP meeting shall be the Chairman of the Council of Presidents. The COP Chairman shall designate a member of the COP to preside over the meeting if S/he needs to be absent and or unable to preside over a meeting. The Host President or designated representative of the member organization hosting the National Convention shall welcome members of the Council of Presidents and other attendees to his or her city. S/he shall provide a brief update on the Convention planning with specific information on what to expect at the Convention as host city. Thereafter, the Chairman of the COP shall take over the meeting of the COP and conduct the proceedings of ENAW accordingly. The Host President shall deliver a welcome address only on Saturday of the ENAW National Convention where he/she shall be DULY called or referred to as the Convention Chairman.
- c. **Notice of COP Meeting:** The COP shall meet as needed and necessary during the year. The ENAW Secretary, at the direction of the Chairman of the COP, shall give no less than fourteen (14) working days' notice of the meeting to each member of the COP. The said notice shall include proposed agenda items. Notice shall be given in any reasonable manner to reach all members of the COP. A member may waive notice of any meeting of the COP in writing before the meeting. The scheduled meeting may be postponed to within 72 hours of the scheduled date without requirement of a new 14- day notice. The attendance of the member at any meeting shall constitute a waiver of notice of such meeting. The Chairman of the COP shall preside over all the meetings of the COP.
- d. **Minutes:** The responsibility for taking and writing minutes of meetings of COP, Executives, Board of Advisors shall fall on the Secretary. The Secretary shall promptly prepare the minutes and make them available to members of the COP, the Executives, and the Board of Advisors. At the beginning of each meeting, the minutes of the previous meeting shall be read and adopted, unless such reading is waived by majority vote of the COP.
- e. **Quorum and Voting:** The presence of 50 percent, plus one (1) of the total qualified members shall constitute a quorum for the transaction of business at any meeting of the COP, but the COP members present at any meeting, although less than a quorum, may adjourn the meeting at any time. If a

quorum is present when a duly called meeting is convened, the members present may continue to transact business until adjournment, even though the withdrawals of any of the members originally present leaves less than the proportion or number otherwise required for a quorum. At any meeting of the COP, each voting member present at the meeting shall be entitled to cast one (1) vote on any question requiring a vote. Except as otherwise provided in this Constitution, a simple majority vote of the voting members present at any meeting shall be sufficient to transact any business. Proxy voting shall not be permitted.

f. **Meetings of the Executive Council:** Members of the Executive Council shall meet as often as needed during each fiscal year. Meetings of the Executive Council may be held at the location of the National Convention or at such other time and place or location as the Executive may determine (including any online platform of the Executive's choice).

I. The Secretary, at the direction of the President, shall give no less than (14) working days' notice of the meeting to each member of the executive. Notice shall be given in any reasonable manner to reach all members of the executive. A member may waive notice of any meeting of the executive in writing before the meeting. The attendance of the member at any meeting shall constitute a waiver of notice of such meeting. The President shall preside over all the meetings of the Executive Council. The scheduled meeting may be postponed to within 72 hours of the scheduled date without requirement of a new 14- day notice.

II. The meetings of the members of the Executive Council shall be for the discussion of ENAW-related matters and activities. Such meetings are to assist the members of the Executive Council to function properly and to aid the generation of ideas for presentation to the COP. Because the resolutions reached at the meetings of the Executive Council are not binding on members of the organization, the Executive Council does not require a quorum to conduct its meetings. However, all meetings of the Executive Council shall be conducted in accordance with the provisions of this constitution and decisions may be reached in any acceptable manner.

g. **Meetings of the Board of Advisors:** Members of the Board of Advisors shall meet as often as needed during each fiscal year. Meetings of the Board of Advisors may be held at the location of the National Convention or at such other time and place or location as the members of the Board of Advisors may determine (including online platforms the Board so desires).

I. The Secretary, at the direction of the Chairperson of the Board, shall give no less than fourteen (14) working days' notice of the meeting to each member of the Board. The said notice shall include proposed agenda items. Notice shall be given in any reasonable manner to reach all members of the Board. A member may waive notice of any meeting of the Board in writing before the meeting. The attendance of the member at any meeting shall constitute a waiver of notice of such meeting. The Chairperson of the Board of Advisors shall preside over all the meetings of the Board.

II. The meetings of the members of the Board of Advisors shall be for the discussion of ENAW related matters and activities. Such meetings are to assist the members of the Board of Advisors to function properly and to aid the performance of their advisory function. Because the resolutions reached at the meetings of the Board of Advisors are not binding on members of the corporation, the Board of Advisors may not have a quorum to conduct its meetings. However, all meetings of the Board of Advisors shall be conducted in accordance with the provisions of this constitution and decisions may be reached in any acceptable manner.

ARTICLE IV

Council of Presidents

Section 1. Nature and Function. The Council of Presidents (COP) shall serve as the Board of Directors of the corporation and shall be made up of presidents of all member organizations. The role of the COP shall include:

- a. Carry out legislative and oversight functions and responsibilities for the corporation.
- b. Set goals and formulate organizational policies for the corporation.
- c. Responsible for the selection and removal of members of the Executive Council, the Board of Advisors and Committee members of the corporation.
- d. Serve as the judiciary and disciplinary committee of the corporation.
- e. Establish committees as described in this Constitution to set goals and formulate organizational policies and programs for the corporation. Maintain oversight of established committees to ensure deliverables are achieved.
- f. Mediate or otherwise resolve disputes between a member and the corporation or between members of a member organization that may affect the corporation. The COP may at its discretion delegate this responsibility to an appropriate Committee and or the Board of Advisors. The Committee shall make resolution recommendations to the COP for final adjudication of the matter. In addition, The COP shall at its discretion use the applicable committees to carry out its functions and responsibilities.

Section 2. Qualifications: Only persons who are the Presidents of qualifying member organizations or their designees are eligible to serve on the COP.

Section 3. Term of Office and Appointment: Members of the COP shall serve a term of one (2) years. A member of the COP may serve successive terms, so long as he/she is the legitimate president of a qualifying member organization. The COP shall encourage member organizations on best practices to ensure fair terms of office and representation in their respective organizations or clubs.

Section 4. Vacancy: If the office of any member of the COP becomes vacant for any reason, the COP shall continue until a replacement is appointed. Vacancies shall be filled by the successor of the vacated member, including temporary and interim successors.

Section 5. Suspension/Removal of Members: A member of the Council of Presidents may be removed for cause by a two-thirds (2/3) majority vote.

- a. Upon suspension/removal of a member from the COP, the COP secretary shall, within 5 working days, inform the local member organization whose president is removed to submit a successor or representative who will serve out the remaining term.
- b. "For cause" may include but is not limited to malfeasance, misappropriation of Organization's funds, unauthorized use of Organization's property, neglect of duties, refusal, inability, or undue delay in executing a properly delegated function or duty of his or her office. In addition, engaging in unbecoming behavior or conduct that negatively impacts ENAW's reputation shall constitute grounds for suspension or removal.

Section 6. Compensation: Members of the COP shall not receive compensation for acting as such.

Section 7. Chairman of the Council of Presidents: As a way to provide effective leadership within the council and ensure focus and direction in its legislative and oversight responsibilities, the COP shall elect one of its past or serving members to serve a two-year term as the Chairman of the Council of Presidents.

The member thus selected may also be eligible for re-election not to serve more than 2 terms consecutively. To be eligible as the Chairman of the COP, a prospective candidate must have served or is serving as a member of the Council of Presidents. The primary role of the Chairman of COP shall include:

- a. Provide effective leadership and guidance within the COP.
- b. Preside over the meetings and activities of the COP. In the event of the absence of the chairman, the chairman may delegate another member of the COP to chair the meeting.
- c. Work with the National President and other members of the Executive Council for a smooth running of the organization.
- d. Act on behalf of the members of the COP in matters pertaining to ENAW.
- e. Establish agenda items for meetings, with input from members of COP and Executive.
- f. Perform the duties incident to his or her office and such other duties as may be prescribed by the Council of Presidents from time to time.
- g. Shall cast the tie breaking vote when necessary.

Section 8. Assumption of office: The Chairman of the COP shall take the oath of office and assume his responsibilities on the last day of the National Convention during the year in which s/he is elected. The oath of office shall be administered by the President of the member organization that hosts the convention at which the elected officer is to assume office.

Section 9. Removal of the COP Chairman: The COP Chairman may be removed from office for cause by the affirmative vote of a two-third majority of the members of the COP present at a duly convened meeting. "For cause" shall be as defined and provided for in other sections of this constitution. In the event of a removal of the Chairman, members of the COP shall elect one of their members to act in the place of and serve out the term of the chairman.

ARTICLE V

Board of Advisors (BOA)

Section 1. Nature and Function: The Board of Advisors shall function only in advisory capacity to provide guidance, consultation, assistance, and support for the association to fulfill its mission and stated objectives by working closely with members of the COP and the Executive Council. Members of the BOA may not be less than five (5) and shall elect its own Chairperson. The role of the board shall be solely advisory and consultative in nature, except to the extent other responsibilities are delegated to the board by the governing body of the association.

In no case shall the Board of Advisor have any authority to exercise direct control over operational and legislative functions of the Executive Council and the Council of Presidents. Individuals appointed to the Board shall serve a two-year term and may be eligible for re-appointment. A member of the COP shall not serve as a member of the Board of Advisors concurrently.

Section 2. Duties of Board of Advisors: The Board of Advisors shall function as follows:

- a. Advise the COP and the Executive Council on matters about organizational responsibilities, policies and activities to help ENAW achieve its goals and objectives.
- b. Advise the COP and the Executive Council on why it is necessary to consistently adhere to the provisions of the constitution.
- c. Explore and recommend ways to enhance interest and involvement of all Edo people in the Diaspora in the ENAW.
- d. Serve in an advocacy role on behalf of the ENAW before the general public.
- e. Assist to mediate and resolve disputes involving the ENAW, member organizations, COP members, and members of the Executive Council.
- f. Other responsibilities as delegated and or tasked by the COP.

Section 3. Qualifications: Membership of the Board of Advisors is open to Edo indigenes and friends of Edo people. Members of the Board of Advisors are to be selected by the COP from the pool of nominated candidates with profound influence in the society, demonstrable experience, and proven success in their chosen careers such as education, politics, public service, military, law, medicine, business, etc.

Section 4. Term of Office and Appointment: Members of the BOA shall serve a two-year term and be eligible for re-election with a two-term limit.

Section 5. Vacancy: If the office of any member of the BOA becomes vacant for any reason, the BOA shall continue until a replacement is appointed by the COP. Vacancies shall be filled in accordance with the nomination and voting provisions as set forth in this constitution.

Section 6. Removal of Members: A member of the BOA may be removed for "cause" by a two-thirds (2/3) majority vote of the COP. "For cause" shall be as defined and provided for in other sections of this constitution. A member who is removed from the BOA shall immediately relinquish all powers and authority to act on behalf of the ENAW and return all ENAW assets and resources at his or her possession in accordance with the provisions of this constitution.

Section 7. Compensation: Members of the BOA shall not receive compensation for acting as such.

Section 8. Chairperson of the Board of Advisors: The BOA shall elect its own "chairperson" from among its membership. Upon the election of the "chairperson," the BOA shall make it known to the COP and Executive Council. The member thus elected shall serve ceremoniously and be responsible for presiding over the meetings of the BOA and coordinating the activities of the BOA with the COP and Executive Council.

Section 9. Assumption of office: The Chairman of the BOA shall take the oath of and assume office on the last day of the National Convention during the year in which s/he is selected. The oath of office shall be administered by the president of the member organization that hosts the convention at which the elected officer is to assume office.

Section 10. Removal of the Chairperson of the BOA: The "chairperson" of the BOA may be removed for cause by the affirmative vote of a majority of the members of the BOA present at a duly convened meeting. "For cause" shall be as defined and provided for in other sections of this constitution. In the event

of a removal of the "chairperson," members of the BOA shall select another member to function as the chairperson.

ARTICLE VI

The Executive Council

Section 1. Members of the Executive Council: Members of the Executive Council shall include:

- a. ENAW National President
- b. ENAW Vice President
- c. ENAW Secretary
- d. ENAW Assistant Secretary
- e. ENAW Treasurer
- f. ENAW Financial Secretary
- g. ENAW Cultural Director
- h. ENAW Women Affairs Coordinator
- i. ENAW Public Relations and Welfare Officer
- j. ENAW Young Professionals Coordinator

Section 2. Functions of the Executive Council:

- a. The Executive Council shall carry out the executive functions ENAW and shall be the arm of the governing body of this Organization to carry out and implement the policies and programs established by the Council of Presidents (COP).
- b. The Executive Council shall be responsible to the COP and shall not carry out any function that is in violation of a specific policy of the COP.
- c. The ENAW National President shall provide responsible leadership and serve as the executive head for the Executive Council.
- d. The ENAW President shall work in consultation with the other members of the executive in matters relating to executive functions. In addition to the duties and responsibilities of the ENAW President outlined herein and in other sections of this constitution, the National President shall, in consultation with the other members of the executive, coordinate the activities and functions of the Executive Council to ensure cooperation and coherence.
- e. As the executive officer, the ENAW National President shall lead the executive council but not act or function in any manner that gives the impression of a superior and subordinate relationship with the other members of the executive in the performance of their specific functional responsibilities.

Section 3. Appointment of Members of the Executive Council:

In the event of a vacancy in the Executive Council, The ENAW National President shall in consultation with the Executive Council nominate 3 candidates to the Screening Committee for review. The COP shall appoint one of the candidates submitted to the COP for approval. The appointment of a nominated officer shall be ratified by the COP at a General Meeting following his or her appointment. Ratification in this sense is the swearing-in and taking of the oath of office.

Section 4. Appointment Procedures:

- A. Review by the Screening Committee:** The Screening Committee shall review and give consideration to all the candidates that are nominated for any vacant executive position. After screening each nominee, the Screening Committee shall present all candidates screened and found eligible and qualified for elected positions to the COP for consideration.

No member of the Executive Council or officer of this Organization shall serve on the Screening Committee or have direct participation in the screening and selection of candidates for any vacant executive position. However, members of the executive may provide useful information about candidates and carry out all requests for assistance to the Screening Committee.

- I. If the Screening Committee unanimously recommends a single candidate, the COP shall appoint that candidate to fill the vacant position, unless the COP is privileged to information that makes the candidate ineligible for the position. In such a case, the candidate shall be given an opportunity to respond to any charge or charges that may warrant his/her disqualification. If the COP is satisfied with the candidate's response, s/he shall be appointed. Otherwise, the Screening Committee shall recommend another candidate or candidates.
- II. The recommendations of the Screening Committee shall be based on the qualification of the candidates, including, but not limited to:
 - a) the candidate's academic achievements, level of general knowledge and education, ability to effectively perform the duties of the position,
 - b) the candidate's ability to work with and manage people,
 - c) the candidate's ability to command respect from within and outside the Organization (organization), and
 - d) the candidate's ability to devote the required time and other resources to the office.

Because the executive positions of the ENAW are not political offices, the Screening Committee shall make its recommendation, and the COP shall make its selection, without regard to regional or any affiliation of the candidates. The Screening Committee or the COP shall not be influenced by internal or external factors that are not relevant to the particular position for which the candidate is considered.

- (i) The Screening Committee shall present all the qualified candidates before the COP for selection. The COP shall vote by secret ballot to elect from among the finalists. The election and selection of candidates shall be conducted at the COP meeting. The candidate who obtains a simple majority vote of the members of the COP present at the duly convened meeting shall be appointed to the position.
- (ii) The screening Committee shall apply appropriate and equivalent levels of background screening to all candidates regardless of where they may reside at the time of application. The cost of this screening shall be borne by ENAW.
- (iii) The Screening Committee shall submit a budget to the COP for approval. The Budget shall include items for searching recognized national and international governmental databases in the country of the candidate, independent attorney fees to facilitate the screening process, independent background verification companies, current search tools to ensure fairness and equity in the screening process.

- B. Application Procedure:** Candidates for an executive position may nominate themselves or may be nominated by any member of the Organization (Organization).

All candidates accepting nomination for an executive position shall truthfully complete an application form

and accompany the form with five (5) copies of the following:

- (i) a cover letter describing his/her interest in the position, his/her education and relevant experience, his/her goals in the event he or she is appointed to serve, and other relevant information.
- (ii) resume.
- (iii) at least two references with addresses and telephone numbers; and
- (iv) other information/documents that may be reasonably required on the application or prescribed by the Screening Committee or the COP.

The application form and accompanying documents shall be submitted to the Chairman of the Screening Committee or the member designated by the COP or the committee for that purpose.

Each candidate shall sign a waiver for Release of Information from any source the Screening Committee deems appropriate, including but not limited to schools, employers, financial institutions and government agencies.

Candidates vying for ENAW National President must disclose their Vice-Presidential candidate and run on a joint ticket. Disclosure must be made at the time of declaring their intention to run for President.

Any information so obtained by the Screening Committee shall be classified as "Proprietary" or "Confidential" and such information may not be knowingly revealed or given to any unauthorized member or third party. After the selection and appointment, all records and materials pertaining to the election and candidates shall be transferred to the Secretary for record keeping.

C. Qualifications: To be eligible for election to an office of the ENAW, a prospective candidate must be:

- i. S/he must have a minimum of a bachelor's degree from an accredited institution of higher learning and must be familiar with the challenges facing Edo people worldwide.
- ii. S/he must be a person of high integrity and moral character, possess good reputation and shall have no conflict of interest with the Council of President or the Organization
- iii. S/he must be a member of a local affiliate organization of ENAW, but may not be a sitting member of the COP.
- iv. To be appointed as National President, you must have served as a President of a local affiliate club/association of ENAW.
- v. To be appointed as a Vice President, you must have served as a president of a local affiliate club/association of ENAW.
- vi. Must have no felony conviction from any part of the world 10 years prior to running for any ENAW office.
- vii. S/he must be committed to the goals and objectives of the Organization (Organization) and must be a person of Edo origin.
- viii. S/he must possess excellent writing and oral communication skills and must have verifiable academic achievements and leadership experience.

- ix. S/he must have acquired citizenship/legal residence in their country of domicile.
- x. Candidates running for any ENAW office **MUST** have the recommendation and approval of their local chapter to run for office.

Section 5. Assumption of Office: An officer or person elected to any ENAW office shall take the oath of office on the last day of the National Convention during the year in which s/he is elected and assumes office effective immediately. The oath of office shall be administered by the President of the member organization that hosts the convention.

Section 6. Term of Office: An elected officer shall serve a two-year term and may not be re-elected for any additional term of 2 years after the end of their first term. With the exception that, the current elected ENAW officers at the time of adoption of this constitution shall not be barred from running for a one two-year term.

- a. An elected officer shall serve no more than a total of four (4) years, except that, upon the expiration of his or her term, s/he may continue to serve until his or her successor is duly appointed.

Note: In the event of a natural disaster as witnessed with the global COVID-19 pandemic, an elected President of ENAW and his/her Executive and the COP Chairman may continue to hold office for 3-6 months maximum, during which the Screening Committee shall promptly develop an electronic strategy for elections to hold remotely.

A natural Disaster will be one declared by the Country or State or United Nations as a global/statewide pandemic/disaster.

Section 7. Removal of an Elected Officer: An officer may be removed for cause by a two- third majority vote of the COP members present at a duly convened meeting. "For cause" shall be as defined and provided for in other sections of this constitution.

Section 8. Hand Over Procedures: In the event of a withdrawal, resignation, removal, or expiration of the term of an elected officer, the COP shall constitute a three-member committee to administer and facilitate proper handover, transfer of power, and return of all ENAW documents, properties, or assets in the hands of the member vacating office. constitute a three-member committee to administer and facilitate proper handover, transfer of power, and return of all ENAW documents, properties, or assets in the hands of the member vacating office. The process of handing over to the newly elected officers shall start on the day of the election and be completed before the day the newly officers are inaugurated. Newly elected officers shall participate in ongoing Executive and COP meetings as observers until handover and transfer of power is complete.

- a. A complete list of all ENAW documents, properties, or assets in the possession of the member vacating office must be documented and given to the committee, which shall then verify the existence and location/whereabouts of the items in the list for proper transfer.
- b. Violations and/or refusal to handover by a vacating officer shall result in S/he member organization being fined Two Thousand USD (2000,00 USD) and or suspension and or revocation of membership by the COP. In addition, the vacating member shall also be bared permanently from holding any office within ENAW.

Section 9. Vacancy:

Office of the ENAW National President: Upon the resignation, removal, death or disability of the ENAW President, the Vice President upon approval by the COP shall assume the duties, responsibilities, functions, and powers of the office.

- a. The Vice President shall complete the term of the former ENAW President. The Vice President shall nominate a candidate for confirmation to the COP for the position of the ENAW Vice President.
- b. At the completion of the term of the original ENAW Executive Council, the COP shall elect a new ENAW President in a manner consistent with the procedures set forth in this constitution.
- c. **Other Elected Officers:** For vacancy arising from resignation, removal, death, or disability of other elected officers, the ENAW President shall, in consultation with the executives, nominate two (2) candidates to the COP for selection and approval in accordance with the provisions of section 3 above.

ARTICLE VII

Elected Officers

Section 1. The ENAW President: The President shall possess the same or similar qualifications prescribed for elected officers in this constitution. In addition, the President shall be a person of high integrity, who possesses the ability to work effectively with people, and have adequate understanding of the operation and functioning of a modern non-profit organization.

Section 2. Duties of the ENAW President: The duties of the President shall include but not limited to the following:

- a. The President, as the Chief Executive Officer of the Organization, subject to the Council of Presidents oversight, shall provide general supervision and control over the activities and operations of the organization.
- b. The President shall work in cooperation with all members of the executive to ensure a functioning and progressive organization.
- c. The President shall work in cooperation with the Vice-President to ensure the Vice-President is adequately prepared for the responsibilities when The President is absent.
- d. The president shall attend all meetings of the COP and may not vote or hold Ex-officio power in such meetings.
- e. The president shall preside at all meetings of the Executive Council.
- f. The president may execute any deeds, mortgages, bonds, contracts, or other instruments that the COP has authorized to be executed.
- g. However, the president may not execute instruments on behalf of the Organization if the power to do so is expressly delegated to another officer or agent of the Organization by the Council

of Presidents, the constitution, or applicable statute.

- h. The President shall be a signatory on the financial and bank accounts of the Organization.
- i. Submit to the COP for approval an annual budget of the Executive Council no later than the end of December of every year. Amendments to the approved budget may be submitted throughout the year. The proposed budget shall include operations, programs and planned events.
- j. In general, the president shall perform all duties incident to the office of president, and such other duties as from time to time may be assigned by the Council of Presidents.

Section 3. Limit of Power and Nomination of ENAW President: The ENAW President shall not act in a manner that is contrary to the interest of the Organization. The ENAW President shall not enact policies for the Organization but may from time to time provide written recommendations for policy enactment or changes to the COP.

Section 4. Role of the ENAW President at the Annual National Convention: The ENAW President shall play a pivotal role in the Organization's Annual Convention. The ENAW President shall:

- a. Work closely with the host member organization to ensure a successful convention.
- b. Assist in the planning and execution of all convention activities including, but not limited to, setting programs and agendas, producing and selling Organization's merchandise, creating fundraising, and other activities.
- c. If during the planning of the convention activities, it becomes apparent or obvious that preparedness by the hosting club is inadequate to ensure a successful convention, the President shall notify the COP Chairman immediately for an emergency COP meeting. The meeting will be used to discuss mitigation activities and recall or rescheduling process if necessary.
- d. Be responsible for issuing an announcement of the convention and take all steps necessary to ensure appropriate publicity for the convention.
- e. In addition, the ENAW National President shall issue a communique after every Convention summarizing the activities, achievements and messages from the Convention.
- f. Ensure that the agenda and other materials for the annual convention are sent to all members at least 90 days prior to the date of the convention.
- g. Work with the National Convention Committee to implement appropriate procedures for pre-registration for the convention.
- h. At the national convention, the National President shall deliver a speech of the activities and state of affairs of the ENAW to the people.

Section 4. Authority to Sign Convention Documents/Contracts on Behalf of ENAW: The ENAW President, and the president of the host member organization are authorized to sign on behalf of the Organization, all contracts, or documents in connection with the convention. These two individuals must work in harmony with each other to ensure the success of convention activities and meetings.

Section 5. The ENAW Vice President: The Vice President shall possess the same or similar qualifications prescribed for elected officers in this constitution. In addition, the Vice President shall be a person of high integrity, and one who possesses the ability to work effectively with people and have adequate understanding of the operation and functioning of a modern non-profit organization.

Section 6. Duties of the Vice President: The duties of the Vice President shall include but not limited to the following:

- a. The Vice President serves at the discretion of the President.
- b. Assist and cooperate with the President in the performance of all duties and responsibilities assigned by the COP and applicable sections of the Constitution.
- c. In the absence of the President or inability or refusal to act or perform, the Vice President shall assume and perform the duties of the President upon approval of the COP.
- d. When the Vice president acts in place of the President, s/he shall have all the powers of the President and be subject to all the restrictions upon the President as provided in the Constitution.
- e. In general, the Vice President shall have other powers and perform all other duties as from time to time may be assigned by the Constitution.
- f. Perform all duties incident to the office of the Vice-President and such other duties as may from time to time be assigned by COP or the ENAW President
- g. The Vice President shall not carry out any function that is in violation of a specific policy of the COP. The Vice President may be removed for cause by a two-third majority vote of the COP members present at a duly convened meeting, as defined and provided for in other sections of this constitution.
- h. The National President cannot remove or change a Vice President in the middle of their term but can pick a new VP when running for election for a new term.

Section 7. The Secretary: The Secretary shall possess the same or similar qualifications prescribed for elected officers in this constitution. In addition, the Secretary shall have a good understanding of the general administrative functions and responsibilities of the position.

Section 8. Duties of the Secretary: The duties of the Secretary shall include but not limited to:

- a. Attend all meetings of the COP, Executive Council, and Board of Advisors (BOA) and record all the votes of the members of the COP.
- b. Take and prepare the minutes of all meetings of COP, Executive Council, and Board of Advisors in a book or books to be kept for that purpose.
- c. Give notices of COP, BOA, and executive meetings to all members at the direction of the Chairman of the COP, BOA, or ENAW President.
- d. Work with the appropriate ENAW officers and members to ensure that all records and reports are

meticulously kept and filed by the corporation as required by law.

- e. Act in the capacity of the custodian of all ENAW records and documents. Maintain all historical records of such records and documents to ensure easy access, retrieval and reconstruction of events.
- f. Develop and issue a Communique within thirty (30days) after ENAW Convention. Communique shall include convention highlights, and resolutions made.
- g. Perform all duties incident to the office of the secretary and such other duties as may from time to time be assigned by the Chairman of the COP or the President.

Section 9. Assistant Secretary: The Assistant Secretary shall perform All the duties of the Secretary. If the Secretary becomes unavailable due to sudden emergencies and/or inability to carry out his work as provided in the Constitution.

Section 10. Treasurer: The Screening Committee shall present three candidates for Treasurer to the COP for ratification and approval. Any member of ENAW is eligible to contest or be considered for the position of Treasurer.

The Treasurer shall possess the same or similar qualifications prescribed for elected officers in this constitution. In addition, the Treasurer shall have or demonstrate adequate training, education, certification and experience in the field of accounting, finance, or related field.

Section 11. Duties of the Treasurer: The specific responsibilities of the Treasurer shall include:

- a. Be the custodian of the Organization's funds and checkbook and keep complete and accurate records of the Organization's finances.
- b. As the custodian of the checkbook and financial documents, the Treasurer may not be assigned the responsibility for signing checks but may be one of the signatories on the financial and bank accounts of the Organization.
- c. Work with the other elected officers and other arms of the Organization in every fundraising event of the Organization.
- d. Ensure that all funds received from the Financial Secretary or other sources are deposited in the organization's bank account within 5 business days.
- e. Provide receipts for all funds received from the Financial Secretary and or other sources are deposited in the corporation's bank account within 72 hours excluding weekends and national holidays.
- f. Work cooperatively with all elected officers and the Council of Presidents to ensure that the financial affairs of the Organization are in order.
- g. Work with the Financial Secretary to provide quarterly financial reports to the COP and ENAW President.
- h. Work with the Financial Secretary to provide annual financial reports to member organizations at the annual convention.
- i. Work cooperatively with the Council of Presidents, ENAW officers and members to ensure the

financial affairs of Corporation are in order.

- j. Assist in the preparation of the annual budget of the Organization.
- k. Serve in the Finance Committee.

Section 12. Financial Secretary: The Financial Secretary shall possess the same or similar qualifications prescribed for elected officers in this constitution. In addition, the Financial Secretary shall have or demonstrate adequate training, education, certification and experience in the field of accounting, finance, or investing and fund management. The Financial Secretary shall maintain a record of all financial activities of the Organization.

Section 13. Duties of the Financial Secretary: The specific responsibilities of the Financial Secretary shall include:

- a. Work with other members of the Executive to develop ENAW's annual budget for the fiscal year.
- b. Be up to date with the financial status of the Organization and monitor the financial activities in relation to the organization's annual budget.
- c. Review and evaluate all financial statements and present a report to the COP quarterly.
- d. Be the custodian of all permanent records relating to the finances of the Organization.
- e. Be one of the signatories on the bank accounts of the Organization.
- f. Collect all monies and funds belonging to the organization and forward all monies and funds collected to the Treasurer for deposit in the bank account of the Organization within 5 business days.
- g. Work with the ENAW President, Treasurer, and other members of the executive in every fundraising event and activities of the Organization.
- h. Work with the Treasurer to prepare and provide quarterly financial reports to members of the organization.
- i. Make available financial information or reports concerning certain or specific business activities of the Organization to members upon request.
- j. Work with the convention planning committee to develop funding sources and fundraising programs for the convention.
- k. Chair all Finance and Fundraising Committees.
- l. Assumes responsibility for timely tax or information returns with the Internal Revenue Service.

Section 14. Request for additional financial information from the Financial Secretary: A member organization making a request for additional financial information or reports, other than the quarterly financial information or reports mandated by this constitution, must make such a request to the Chairman of the COP.

If the COP Chairman determines that a request for further financial information is valid and necessary, the

member organization making the request must pay a minimum of \$25, depending on the nature and resources to be expended to make the information available.

Section 15. The Cultural Director: Cultural Director shall possess the same or similar qualifications prescribed for elected officers in this constitution. In addition, the Cultural Director shall possess adequate understanding and good knowledge of the arts, traditions, and culture of Edo people.

Section 16. Duties of the Cultural Director: The duties of the Cultural Director shall include but not limited to:

- a. Coordinate, preside, plan, and produce a wide variety of cultural and fine art events for the Organization.
- b. Generate program ideas and oversee activities related to social and cultural events of the Organization.
- c. Be primarily responsible for all aspects of the care, custody, preservation, and documentation of the cultural resources of the Organization.
- d. Provide advice and recommendations to ENAW officers, members of the COP, and other functionaries of the Organization on matters pertaining to cultural awareness, facts and accuracy.
- e. Develop, coordinate, and help to teach culturally based programs for the children of the Organization and take steps towards the promotion of the Edo Language studies, to be supported by all member organizations, individuals and ENAW.
- f. Prepare and present a detailed report of actions, activities, and concerns in the areas of Edo Language, dialects, sub-dialects, cultures and traditional heritage at all ENAW meetings.
- g. Coordinate and work with Cultural Directors in member organizations to promote and teach Edo culture and heritage.

Section 17. Women Affairs Coordinator: The Women Affairs Coordinator shall possess the same or similar qualifications prescribed for elected officers in the constitution. In addition, a Women Affairs Coordinator shall possess adequate knowledge and understanding of women matters and issues, participate in community and family development programs, and have interest in the progress and development of our people and promotion of Edo cultural heritage.

Section 18. Duties of Women Affairs Coordinator: The duties of the Women Affairs Coordinator shall include but not be limited to:

- a. Work with international, national, or local groups to promote information on issues related to women affairs for Edo people in the Diaspora.
- b. Collaborate with the leaders of the ENAW to identify and prescribe measures to address pressing and critical issues confronting Edo women in various communities in the Diaspora.
- c. Work with the National Convention Committee (Convention Organizing Committee) to sponsor conferences and workshops for open discussion of issues and roles of women in the family, health care, community relations and development of Edo women during the yearly national convention.

- d. Work with the Cultural Director and other members of the Executive Council to plan and organize family-oriented events and activities such as fashion shows, trade fairs and cultural displays at the yearly national convention.
- e. Work with the Cultural Director and other members of the Executive Council to promote the traditions and cultural heritage of Edo people in general and Edo women in particular.
- f. Carry out all other functions that may be assigned by the Executive Council or COP.

Section 19. Public Relations Officer and Social Welfare Officer: The Public Relations Officer and Social Welfare Officer shall possess the same or similar qualifications prescribed for elected officers in the constitution. In addition, S/he shall possess adequate knowledge and understanding of current trends in social media, publicity, content development and consumption, and have passion in the welfare, progress and development of the Edo people and promotion of Edo cultural heritage.

Section 20. Duties of the Public Relations Officer and Social Welfare Officer:

- a. In collaboration with the ENAW Secretary, serve as the liaison officer between the organization and the general public.
- b. Collaborate with the COP and the Executive Council to create, publish or issue and manage press releases, campaigns, keynote speeches and promotional materials for the organization.
- c. Collaborate with the COP and the Executive Council to develop and implement all official ENAW strategies for public relations and social welfare programs and activities.
- d. When possible, promote activities and programs of ENAW at Edo sponsored individual or community events.
- e. Collaborate with the COP and the Executive Council to develop, update content and provide adequate maintenance for ENAW website and social media accounts.
- f. Build positive relationships with ENAW stakeholders, members, media and the public.

Section 21. ENAW Young Professionals Coordinator: The Young Professionals Coordinator shall possess the same or similar qualifications prescribed for elected officers in the constitution. In addition, a Young Professionals Coordinator shall possess adequate knowledge and understanding of Youth and Young Adult matters and issues, lead (when necessary, support and participate in community and Youth/Young Adult programs development, implementation, management, and have interest in the progress and development of our people and promotion of Edo cultural heritage. The YPC. shall be an individual between the ages of 18 and 35 years and must be an Edo State indigene.

Section 22. Duties of the Young Professionals Coordinator (YPC): The duties of the YPC. shall be as follows:

- a. Collaborate with the leaders of the ENAW to identify, develop and implement programs to promote Edo cultural heritage and benefit ENAW youths and Young Adults.
- b. Work with the National Convention Committee (Convention Organizing Committee) to sponsor conferences, workshops and activities to benefit ENAW Youths and Young Adults

- c. Manage the affairs of Youth and Young Adults activities for ENAW.
- a. Prepare an annual budget and submit to the COP for approval. Budget shall include proposed future activities and estimated cost.
- b. Set and track measurable goals for the Youths and Young Adult.
- c. May represent ENAW on matters related to Youth programs worldwide upon approval of the COP.
- d. Advocate for youth-oriented issues.
- e. Perform all duties incident to the office of the Young Professional Coordinator and such other duties as may from time to time be assigned by the COP or the President.

ARTICLE VIII

Committees

Section 1. General: The Organization shall have standing committees and may from time to time create ad hoc committees and subcommittees. The standing committees shall be established by the Council of Presidents or as set forth in this Constitution. In addition, the Council of Presidents shall have oversight. The ENAW Executive Council may set up ad-hoc committees and subcommittees subject to the approval of the Council of Presidents. The Terms of each committee shall not be more than 2 years except as may be set forth in this Constitution.

Section 2. Standing Committees: The Organization shall have the following standing committees:

- a. **Programs:** The Programs Committee shall be responsible for developing program events for the Organization. The Programs Committee shall be responsible for performing such other duties as may be set forth in this Constitution or as the Council of Presidents may determine.
- b. **Public Relations and Social Welfare:** The Public Relations and Social Welfare Committee shall be responsible for performing such duties as may be set forth in this Constitution or as the Council of Presidents may determine.
- c. **Membership:** The Membership Committee shall be responsible for recruiting and retaining members. The Membership Committee shall be responsible for performing such other duties as may be set forth in this Constitution or as the Council of Presidents may determine.
- d. **Screening Committee:** The Screening Committee shall be responsible for screening of prospective candidates for ENAW vacant positions and applications to host ENAW conventions.
 - I. Composition:** The Screening Committee shall consist of (a) the current chairperson of the Convention (Host President), (b) his or her predecessor, and (c) his or her designated successor. The current Chairman of the Convention shall serve as the chairperson of the committee.
 - II. Main functions:** The responsibility of the Screening Committee shall include the following functions

a) Receive applications and screen applicants for vacant ENAW positions. for selection by COP.
b) Receive applications and screen prospective convention hosts for final selection by COP.

e. **Finance and Fundraising:** Finance Committee shall study and make recommendations to the Council of Presidents with respect to the budget and other financial matters of the Organization. The Finance Committee shall be responsible for performing such other duties as may be set forth in this Constitution or as the Council of Presidents may determine.

f. **ENAW Member Fund (ENAWMF):** This Constitution recognizes the implementation of a member fund for all member organizations of ENAW. This Fund is administered by a Board set up by the Council of President under the rules and regulation prescribed by the ENAW Member Fund guidelines.

I. This Constitution further recognizes the implementation of other initiatives and programs that will directly and or indirectly benefit all members of ENAW and the greater Edo Community at large. Examples include Medical Mission programs such as ENAW Medical Outreach, ENAW Dialysis Center, The Park Projects etc. To effectively administer these programs, the Council of President shall setup a five-person Member Board to manage each of these initiatives under the rules and regulation prescribed by the guidelines and bylaws of each initiative. Members of each board shall serve not more than 6(SIX) years on the board. The COP at its discretion can remove a member from the Board at any time for a cause. For cause will be as defined in this constitution.

II. Members of these boards shall serve no more than Six (6) years.

g. **Legal, Judiciary & Ethics Committee:** This committee shall review all legal, judicial & ethics matters affecting and related to the Organization and make recommendations to the Council of Presidents. It shall also perform all legal, judicial & ethics advisory functions to the respective groups of this Organization. The members of this committee shall include members of the Organization with proven knowledge in the matters of law and ethics. Other functions shall be determined by the Council of Presidents as needed.

h. **Transition Committee:** The Transition Committee shall be responsible for performing such duties as may be set forth in this Constitution or as the Council of Presidents may determine.

i. **Awards Committee:** The Awards Committee shall be responsible for performing such duties as may be set forth in this Constitution or as the Council of Presidents may determine.

j. **National Convention Committee:** This committee, which may be referred to as Convention Organizing Committee, shall assist the host organization to plan, organize, and carry out successful convention events and activities.

Section 3. Ad Hoc and Other Committees: The Organization, through its governing bodies or the ENAW National President in consultation with the COP, may establish Ad hoc or other committees and subcommittees to examine specific issues. These committees and subcommittees shall terminate when the Organization has taken decisive action on the issue for which they were created.

ARTICLE IX

National Convention

Section 1. General: The Organization shall hold an annual convention ("National Convention" or "Annual Convention") beginning on Thursday and ending on Sunday (both days inclusive) during the weekend immediately preceding the U.S. Labor Day Holiday in September. Unless there's a Global pandemic or Natural disaster in the proposed host city. In the event of a Global pandemic or Natural disaster in the proposed host city, the COP shall decide on postponement or cancellation, move to another location and or as determined by the assessment of the pandemic or natural disaster.

Upon approval by the COP, the organization may also have at least two (2) virtual summits during the same year to meet the organization's goals and vision.

Section 2. Selection and Announcement of Convention Site: The Council of Presidents shall, by the end of each National Convention, make a determination as to the location and place of the next National Convention.

Section 3. Proposals to Host National Convention: A member organization that wishes to host a National Convention shall submit a written proposal to the Council of Presidents no later than the first day of February of the year preceding the year of National Convention it proposes to host. Each proposal shall include:

- a. The name, address, and telephone number of the member organization proposing to host the National Convention.
- b. The name, address, and telephone number of the contact person for that member organization
- c. The name, address, and telephone number of prospective facilities to be used for the National Convention.
- d. A statement regarding the proposed facilities' capacity and availability.
- f. A convention deposit of \$5,000 in cashier's check or money order. The deposit is refundable to convention host applicants that lost the hosting privilege. For a member organization selected to host the convention, the deposit will be applied toward the required \$5,000 convention payment to the ENAW.
- g. A proposed Convention budget including reasonable estimates of expenditure and available funds. The budget must be sufficiently detailed to allow the Council of Presidents to make a determination as to the feasibility of the proposed convention.
- h. Any other information that might assist the Council of Presidents in selecting a convention site.

Section 4. Recommendation Process: The Council of Presidents shall solicit convention proposals from all member organizations of the Organization. The Screening Committee shall review submitted proposals and make written recommendations to the COP regarding the location of the National Convention. The Screening Committee shall then recommend not more than three (3) proposals to the COP.

Section 5. Selection by Council of Presidents: The COP shall select the host and place of the next National

Convention from the proposals recommended by the Screening Committee. If no proposals are recommended by the Screening Committee, or if the proposals recommended are determined by a two-thirds (2/3) majority of the COP to be flawed, the COP may select, by a simple majority, a host and site not recommended by the Screening Committee. The ENAW President shall announce the final decision during the National Convention. When reasonably necessary and convenient for planning or other purposes, the COP may select the hosts and sites for the next two (2) conventions at the same time.

Section 6. National Convention Committee: There shall be a National Convention Committee to help organize and conduct the National Convention. The National Convention Committee shall assist the host organization in planning, coordinating, and effectively executing convention activities. The convention committee shall also be responsible for other convention activities such as preparing and distributing tentative agendas, accepting suggestions and recommendations from member organizations, assisting in the selection of speakers, and determining the convention theme. The convention committee shall also be responsible for writing and presenting the convention communique. Other areas the National Convention Committee may be of assistance are as follows:

- a. Assist the hosting organization by making sure that the venues for the convention and its activities are appropriate and adequate.
- b. Assist to promote, advertise, and disseminate convention information.
- c. Assist in the negotiation of affordable hotel rates, traveling tickets, convention registration fees, etc.
- d. Compile a list of invitees for invitation by the President.
- e. Make appropriate arrangements to ensure proper transportation, accommodation, feeding, and well-being of all invitees.
- f. Implement appropriate procedures for pre-registration for the convention.
- g. Devise procedures to ensure that conventioners register and pay the convention registration fees.

Section 7. Membership of the Convention Committee: Membership of the National Convention Committee shall include the following:

- a. President of the host organization
- b. Immediate past Convention Chairperson
- c. Immediate future Convention Chairperson
- d. ENAW National President
- e. ENAW Vice President
- f. ENAW Financial Secretary
- g. ENAW Treasurer

- h. ENAW Cultural Director
- i. ENAW Secretary
- j. ENAW Assistant Secretary
- k. Two members selected by the President of the host organization.
- l. ENAW Women Affairs Coordinator
- m. ENAW Public Relation Officers/Social and Welfare Secretary
- n. ENAW Young Professionals Coordinator

The President of the host organization shall serve as the Chairperson of the Convention Committee and the National Convention. The National President and the president of the host organization are authorized to sign on behalf of the Organization, all contracts, or documents in connection with the convention. These two individuals shall work cooperatively with each other to ensure the success of convention activities and meetings.

Section 8. Convention Budget and Expenses: A prospective host member organization shall submit a proposed budget for the National Convention to the Treasurer and ENAW President within 90 days after it is selected to host the National Convention. The Treasurer and ENAW President shall review the proposed budget, consult persons or members for input as appropriate, make all necessary adjustments or amendments to the proposed budget if necessary, and submit the budget to the Council of Presidents for final approval.

a. Appropriation of Funds for Convention: Upon approval of the final budget submitted by the Treasurer, the COP or ENAW President shall authorize the Treasurer, by a written resolution, to release the funds for the approved budget to the President and Treasurer of the host organization no earlier than 180 days before the date of the National Convention. The funds so released shall be used by the host organization to make necessary arrangements for the National Convention. The host organization shall raise all additional funds or monies necessary to cover the additional expenses it may incur in connection with the National Convention. If a host organization needs less than the funds described above, the excess funds shall be returned to the Treasurer within 30 days after the last day of the National Convention.

b. If ENAW does not have the funds to meet requirement 8a above, the hosting club will finance the convention with contribution from ENAW as approved by the COP and agreed upon sharing formula stated in this constitution will apply.

c. Convention Registration Dues: Each person attending the National Convention shall pay a convention due at the time he or she registers for the convention. Registration may be completed prior to or on the first day of the convention. No exceptions shall be granted for this requirement. The annual convention dues shall be determined by the National Convention Committee for members in good standing with a member organization (as required by each member organization).

d. The National Convention Registration Dues: The Treasurer and the Chairperson of the National Convention shall be responsible and accountable for the collection of all convention dues. The Treasurer shall keep an accurate account of all dues collected. No later than five (5) business days following the last day of the National Convention, the Treasurer shall deposit all convention dues in the bank account of the Organization. The Treasurer, with the assistance of the Financial Secretary, shall prepare and send

to all members a summary of a financial report specific to the convention within 30 days following the last day of the convention. Notwithstanding any provision to the contrary, all convention dues shall be retained by the Organization.

Section 9. Chair of the Convention: The chairperson or president of the member organization hosting the convention shall serve as the Chair of the National Convention ("Convention Chairman").

Section 10. Convention Agenda: The Convention Chair, with the assistance of the ENAW President and National Convention Committee, shall prepare and distribute a tentative agenda for the convention at least 90 days before the first day of the convention. The Convention Chair and the ENAW President shall accept and consider suggestions or recommendations, if any, from any member in formulating the final agenda that must be distributed to all members on or before the first day of the convention. A convention theme must be determined and defined by the National Convention Committee for the convention.

Section 11. Order of Precedence and Seating at the National Convention: The following order of precedence shall be taken into consideration when preparing the convention program of events. The host President shall be called and referred to as the Convention Chairman only on Saturday of the national convention. After the Convention Chairman has been appropriately seated, the seating of the President and all officers of ENAW shall follow. Upon the seating of ENAW officers, members of the COP led by their Chairman, members of the Board of Advisors led by their Chairman, and all invited guests and dignitaries at the convention shall be called to take their seats.

At the conclusion of the seating arrangements, there shall be an opening prayer followed by a welcome address by the Convention Chairman. Upon the delivery of the welcome address, the President shall give a speech to cover the operational activities and status of the Organization to the conventioners.

Section 12. Convention Programs: The Host Chairman and Committee Chairs shall collaborate to structure the program of events for all Committees to ensure the Convention programs do not overlap.

- i. Thursday: Arrival of Guests
 - a. COP Meeting 6pm to 10pm
 - b. Youth/Young Adult events/activities
- ii. Friday:
 - a. COP Meeting 10:00am – 2.00 p.m.
 - b. Women Affairs Event 6:00 - 10:00 p.m.
 - c. Youth/Young Adult events/activities/Party
 - d. Night Party - All Night
- iii. Saturday: Convention - All Day (including the Youth/Young Adult events/activities)
- iv. Sunday: COP Meeting - 10:00 a.m.
 - a. Other Activities
 - b. Youth/Young Adult events/activities
 - c. Guest Departures

Note: The seating and order of precedence at the national convention is for protocol and ceremonial management purposes. It is neither an indication of functional importance or relevance, nor is it tantamount to the level of power or authority of the respective positions within the Organization.

Section 13. Sales of Souvenirs, etc.: The member organization hosting the National Convention and National Convention Committee shall make arrangements for the sale of souvenirs, food, and other goods related to the convention and the Organization.

Section 14. Awards and Recognitions Process: The ENAW shall have a central awards and recognition process. ENAW Awards Committee shall recommend to the COP names of Edo indigenes as nominees for awards and recognition. No more than five (5) nominees shall be approved for awards and recognition at a National Convention.

The ENAW President shall upon approval from the COP bestow and recognize Edo Indigenes who have impacted the Edo Community both home and abroad. Such nominees would have gone above and beyond the criteria set forth in this constitution to demonstrate how their actions promoted the goals and objectives of ENAW.

a. **Nominations Procedure:**

- ii. Member organizations of ENAW can collectively nominate one person or a group of people to ENAW Standing Committees. So long that the nominee meets the criteria set forth in this constitution.
- iii. The ENAW President, or member of his/her executive, can recommend a nominee to ENAW Standing Committees for consideration. This recommendation SHALL not be based on personal recognition but rather on merit.
- iv. Nomination Forms: A recommending party would need to answer the questions outlined for a specific award for which they are making a nomination for. Nominations based on self-recognition alone SHALL be disqualified.
- v. All nominations must be sent to the ENAW Secretary no later than the **15th of February** for each year. The ENAW Awards Committee shall in turn select 10 nominees from the list of nominees, and make their recommendation set forth in this constitution to the COP no later than the **15th of March**.
- vi. The COP shall select no more than five (5) nominees for ENAW award at their COP Meeting in April. The nominees shall be contacted by the ENAW Secretary before the September Convention for recognition and awards. The ENAW Secretary shall advise the nominee(s) on the selection process for the award.

b. **Recognition Awards Criteria for Nominations:**

- i. **Community Leadership Award:** This award is presented to an individual, business or community organization that has significantly enhanced Edo Community through their contribution, commitment and leadership in the areas of charitable giving, either in Nigeria or the Diaspora to promote ENAW civic engagement, and core objectives for community development.
- ii. **Arts and Culture Award:** Inspired by the promotion of Edo arts and culture, this award is presented to an individual or group that has enhanced the Edo community through their support or promotion of arts and culture, including music, visual, performing, or the literary arts. This nominee must have demonstrated in character and in deeds to promote and protect Edo language, culture and heritage in Nigeria and around the world.
- iii. **Good Business Award:** This award is presented to an Edo indigene that has shown his/her commitment in assisting ENAW to promote its core objectives and philosophy in developing and implementing proposals

geared towards the development of Edo land. This nominee must be one who has built a healthy and vibrant community of Edo people, and one that encourages active participation in lawful activities to enhance the economic and social wellbeing of Edo people through his/her support of charitable causes, events and/or programs in Nigeria and around the globe.

- iv. **Youth Volunteer Award:** Awarded to a youth between 18-30 years of age, who through their volunteer efforts has made significant contribution, demonstrated their commitment to being a positive role model within the Edo Community in Nigeria and/or the Diaspora today, and in the future promoting discipline, honesty, integrity, self-reliance among Edo youths globally.

Note: Nominees must have gone above and beyond in their services to the Edo Community and may have completed such work meeting the needs and objectives of ENAW's core vision and philosophy for community development in Nigeria or the Diaspora.

- v. **Community Service Award:** This award is presented to an Edo indigene with 20 - 40 years of meritorious service in the Edo community. The nominee must be someone who has worked diligently for the education and advancement of all Edo children in Nigeria and in the Diaspora. This award is aimed specifically at rewarding those who promoted education in Edo State regardless of where they come from. Nominations must be focused on the following individuals - those who have contributed meaningfully to the advancement of education in Nigeria and in the Diaspora. This nominee must not be a current government official.

ARTICLE X

Convention Activities

The National Convention shall include the following categories of activities:

Section 1. Business Meetings: The Business Meetings shall be used to conduct all business activities of the Organization.

Section 2. Educational Seminar(s): Educational Seminars shall include sessions addressing relevant topics or issues in the following subject areas: Health and Medicine, Education, Law, Economics, and such other subjects as the planners of the National Convention may deem appropriate and timely.

Section 3. Town Hall Forum: The Town Hall Forum shall be used as a forum where the general membership of the Organization may articulate their views and make suggestions to the governing bodies of the Organization pertaining to the Organization and Edo people.

Section 4. Banquet: The Banquet shall be a gathering of all interested members for a dinner dance or other similar or appropriate festivities.

Section 5. Recreational Activities for Children and Adults: Recreational activities may include such activities as picnic, soccer match(es), trips and tours or other activities the planners of the National Convention in collaboration with the youth adult program coordinator may deem appropriate.

Section 6. Fund Raising: The host organization of the National Convention shall remit to the ENAW Treasurer all monies and funds raised or realized as a result of all fundraising efforts at the convention.

ARTICLE XI

Reimbursement for ENAW officials

Section 1. Remunerations: As voluntary and free service to Edo people, all the positions of the ENAW are not paid positions. As a result, members of the Executive Council, Council of Presidents, Board of Advisors, or committees shall not receive compensation for services to the Organization.

Section 2. Reimbursements: ENAW officers shall be reimbursed for reasonable and necessary expenses incurred in connection with the performance of the stated duties and responsibilities of their offices. Request for reimbursement must be in writing and must be submitted, within 90 days of the expenditure, to the Treasurer who will forward the request for approval. Expenses incurred on behalf of ENAW are to be duly documented and submitted with supporting payment receipts for approval by the Chairman of the Council of Presidents. However, prior approval of the Chairman of the COP must be obtained before ENAW officers can incur an expense in excess of \$100.

When practically and financially possible, ENAW should undertake the policy of reimbursing members of the executive for all reasonable and necessary expenses incurred for all ENAW related activities and functions. For the purpose of the ENAW, a reasonable expense is an expense that is not excessive or extreme, and a necessary expense is one that is deemed appropriate, vital, and indispensable (not merely helpful) to the performance of a function. The determination of what is a reasonable and necessary expense depends on the facts and circumstances of the expense and must not exceed \$100 in the aggregate without prior approval.

Section 3. Operating Expenses: These are expenses for carrying out the respective duties and responsibilities. Only the reasonable and necessary expenses for the performance of the duties shall be reimbursed.

Section 4. Travel Expenses: Due to lack of funds at the Organization, it is less likely that it will be able to undertake reimbursing officers for travel expenses incurred for attendance of National Conventions and meetings. If at such a time the financial status of the Organization improves and ENAW can safely underwrite travel expenses for the officers, it should be encouraged to do so.

Section 5. Lodging and Accommodation: To help alleviate or reduce the burden of expending personal resources for ENAW by the officers, the local hosting Organization shall, as a condition of hosting the convention, mandate the host organization to provide free lodging for the officers during the National Conventions and ENAW meetings. The hosting organization is mandated to make available, free rooms for all of the attending ENAW executive officers and the COP chairman.

Section 6. Meals and feeding: ENAW officers shall not receive per diem or be reimbursed for the cost of meals for ENAW meetings and functions, including attending national conventions. The host organizations are required to provide meals to the attending ENAW officers at ENAW meetings and conventions.

ARTICLE XII

Budget Guidelines

Section 1. General: Budgets are an indispensable part of financial management and planning. A budget represents projected revenue and expenses over a time period. The budget of a nonprofit organization, such as ENAW, is usually broken down into two main sections of Revenue and Expenses, with Net Operating as the final line and difference between revenue and expenses. The responsibility for preparing the budget for the Organization shall lie with the Budget or Finance Committee. The information in this constitution is intended to assist in the preparation of a yearly budget for the Organization.

Section 2. Budget Preparation Format: As a guide, the basic budgetary elements of revenue and expense shall be broken down into their constituent parts as provided in this section.

a. **Revenue:** This is income the Organization expects to earn or receive and shall be broken down in accordance with the specific source of the income as follows:

- (i) Membership Fees/Registration
- (ii) Convention Fees
- (iii) Donations and Contributions
- (iv) Levy
- (v) Executive Fundraising
- (vi) Other Revenue

b. **Expenses:** These are the financial resources or costs the Organization expects to spend or incur to continue its ongoing operations. There are several types of expenses. For simplicity and budget purposes, expenses must be broken down into the specific areas as they relate to ENAW activities.

- (i) **Projects:** Programs or projects for which the Organization is directly involved.
- (ii) **Executive Fundraising:** Expenses incurred in carrying out yearly fundraising drives by the Executive.
- (iii) **National Convention:** ENAW expenses for the National convention.
- (iv) **Operations/Functions:** These are expenses associated with performing the different functions and duties of the officers. These expenses should include travel and transportation, for attendance of ENAW meetings and conventions. Operation expenses should be broken down into the different functional areas as follows:

- a) ENAW COP Chairman
- b) ENAW President
- c) ENAW Vice President
- a) ENAW Secretary/Assistant Secretary/ Public Relation Officers/Social and Welfare Secretary
- b) ENAW Financial Secretary/Treasurer

- c) ENAW Cultural Director
- d) ENAW Women Affairs Coordinator
- e) ENAW Young Professionals Coordinator

b. **Other Expenses:** All expense items that cannot be reasonably grouped under any of the categories described above should be classified under “Other expenses.”

c. **Net Operating:** Simply Revenue minus Expenses.

Section 3. Executive Fundraising: Each year the Executive Council is to plan, organizes, and embarks on fundraising drives for the Organization. The fundraising effort must be such that it yields adequate or reasonable results and should serve as the yardstick or criteria for measuring or assessing the performance of members of the executive. The objective of the executive fundraising effort is to provide another source of financial resources to be used in defraying travel and related expenses for members of the Executive Council for attendance at ENAW meetings and functions.

ARTICLE XIII

General

Section 1. Loans: No loan or other indebtedness shall be contracted or incurred on behalf of the Organization, and no evidence of indebtedness other than checks, drafts, or other orders for payment of money issued in the ordinary course of business shall be issued in the name of the Organization, unless authorized by the Council of Presidents. Such authorization and approval may be general or confined to specific instances and shall be in writing.

Section 2. ENAW Bank Account Signatories: There shall be three signatories to ENAW accounts. ENAW bank accounts signatories shall include the President, Financial Secretary, and Treasurer. The President and Financial Secretary shall be the two authorized signatories on ENAW checks and other orders of payment, with the Treasurer serving as an alternate signatory when either the President or Financial Secretary is not available. The Treasurer shall be the custodian of the checkbook and all financial instruments of ENAW.

Section 3. Checks, Drafts, Etc.: All checks, drafts or other orders of payment of money issued in the name of the Organization shall have two authorized signatures. All ENAW banker(s) must be made aware of this policy when an account is opened. All checks, drafts or other orders of payment of money issued in the name of the Organization over one thousand dollars (\$1,000) must be approved by the Council of Presidents.

Section 4. Opening an ENAW Bank Account: To open an ENAW bank account, an ENAW officer for this purpose shall present to the bank or financial institution a document authorizing such action that must include the following stipulations to the effect that:

a. No electronic banking transactions, including use of credit and/ or debit cards, shall be allowed on ENAW bank accounts. (Exceptions are electronic deposits such as payments to the accounts by electronic systems such as Zelle.)

b. All checks must bear two authorized signatures.

c. No branch accounts shall be opened without the three authorized signatories and evidence of written approval in the form of minutes or letters from the corporation.

Section 5. Deposits: All funds of the Organization not otherwise employed shall be deposited from time to time to the account of the Organization by the Treasurer in such banks, trust companies or other depositories as the Council of Presidents may elect.

Section 6. Maintenance of Records and Audit Work: The Organization shall keep correct and complete copies of all documents relating to its business transactions, including its accounting records, agreements, and minutes of meetings of the Councils, Board, and committees having any of the authority under this Constitution for at least seven (7) years. The Council of Presidents shall cause the financial activities and records of accounts of the Organization to be audited at a time it may deem necessary or appropriate. Such an audit must be performed by an ad hoc Audit Committee, which must be headed or chaired by a person with knowledge of auditing procedures and practice.

Section 7: Use of ENAW name

Use of ENAW name in association with the media or establishing social media accounts shall be done only with the approval of the COP. Violations will result in disciplinary actions.

Use of ENAW name to set up a bank account must be done accounts shall be done only with the approval of the COP. Violations will result in disciplinary actions.

Section 8: Any ENAW member carrying out activities or behavior to tarnish the name and image of ENAW or its leadership structure shall face disciplinary action including fine and or expulsion once proven by verifiable evidence to the COP.

ARTICLE XIV.

Alternate Dispute Procedures and Litigation

Section 1. Standing to initiate Legal proceedings Against ENAW

- i. No member in his/her Individual capacity shall have standing to initiate legal proceedings against ENAW.
- ii. Only a member organization as the term is defined in the applicable sections of this constitution shall have standing to sue ENAW.
- iii. The local member organization must be a fully registered member organization in good standing.

Section 2: Arbitration as a Condition Precedent to initiating legal actions: In the event that a dispute shall arise between the parties to this constitution, whether the dispute is against ENAW, or between parties with respect to ENAW affairs, such dispute(s) shall be referred to Arbitration prior to litigation.

Section 3. Composition of the Arbitration Panel:

- i. Arbitrator(s) shall be appointed in consultation with the parties, the COP and the Executive.
- ii. Unless the parties agree otherwise, three (3) arbitrators will be assigned to hear the case.

- iii. Members of the arbitration panels are selected within the general ENAW population.
- iv. No arbitrator shall be selected from the member organization involved in the dispute.
- v. No current member of the COP or the ENAW executive committee shall serve as an arbitration panel.

Section 4: Arbitrator Decision: The arbitrator's decision shall be final and binding on the parties. In the event a party fails to proceed with arbitration or fails to comply with arbitrator's award, the other party is entitled to costs of defending any suit including reasonable attorney's fee arising out of that decision by the party.

Section 5: Procedure for initiating arbitration: To file an arbitration, one or both parties to a dispute should send a complaint through the Secretary of ENAW to the COP with the names and addresses of all parties and a brief description of the dispute should be provided. Each party shall submit relevant materials and preliminary documents to the Secretary of the ENAW who then shall forward them to the COP within 48 hours.

Section 6. Cost of Arbitration: Both parties will be required to advance a non-refundable sum of \$500.00. to cover the initial costs for Arbitration. However, the arbitration panel shall assess the final costs of its services and award as a judgment against the losing party.

ARTICLE XV

Amendments

Section 1. Quorum Needed: This Constitution may be amended at any meeting of the Council of Presidents, properly convened with previous notice and a quorum for that purpose, by a two-thirds (2/3) vote of the membership of the Council of Presidents attending the meeting. If the proposed amendment fails to pass by a two-third (2/3) vote, the proposed amendment shall be deemed denied and moot.

Note: A proposing member may resubmit the proposed amendment(s) no earlier than 1 year after the amendment(s) was or is denied.

Section 2. Effective Date of Amendment: The amendment shall take effect at the time and place designated by the Council of Presidents.


Section 3. Procedure for Amending the Constitution: All proposals for an amendment must be submitted in writing to the ENAW Secretary, who shall promptly forward the same to the Chairman of the Council of Presidents. The Chairman of the COP shall hand over all proposals for amendment to the Constitution Committee for review and recommendations to the Council of Presidents. The approved written recommendations of the Constitution Committee shall be made available to the Chairman of the Council of Presidents, who in turn shall make it available to other members of the COP.

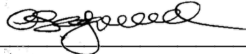
**Reviewed and Amended in March 2023
Constitution Review Committee Members**

Prof. Theo Osawe	Chairman
Attorney Gladys Nehikhare Daniels	Secretary
Barrister Dickson Iyawe	Member
Mrs. Lucy Igbinoba	Member
Dr. Julius Obasohan	Contributor
Barr. Sonny Braih	Contributor

Adopted by the ENAW Council of Presidents on 13 January 2024

Signed into effect this day 13 January 2024

Mr. Charles Oviawe 
Chairman, ENAW Council of Presidents

Mr. Osaguona Ogbebor 
ENAW Secretary