



## **This document has been provided by the International Center for Not-for-Profit Law (ICNL).**

ICNL is the leading source for information on the legal environment for civil society and public participation. Since 1992, ICNL has served as a resource to civil society leaders, government officials, and the donor community in over 90 countries.

Visit ICNL's **Online Library** at  
<http://www.icnl.org/knowledge/library/index.php>  
for further resources and research from countries all over the world.

### Disclaimers

**Content.** The information provided herein is for general informational and educational purposes only. It is not intended and should not be construed to constitute legal advice. The information contained herein may not be applicable in all situations and may not, after the date of its presentation, even reflect the most current authority. Nothing contained herein should be relied or acted upon without the benefit of legal advice based upon the particular facts and circumstances presented, and nothing herein should be construed otherwise.

**Translations.** Translations by ICNL of any materials into other languages are intended solely as a convenience. Translation accuracy is not guaranteed nor implied. If any questions arise related to the accuracy of a translation, please refer to the original language official version of the document. Any discrepancies or differences created in the translation are not binding and have no legal effect for compliance or enforcement purposes.

**Warranty and Limitation of Liability.** Although ICNL uses reasonable efforts to include accurate and up-to-date information herein, ICNL makes no warranties or representations of any kind as to its accuracy, currency or completeness. You agree that access to and use of this document and the content thereof is at your own risk. ICNL disclaims all warranties of any kind, express or implied. Neither ICNL nor any party involved in creating, producing or delivering this document shall be liable for any damages whatsoever arising out of access to, use of or inability to use this document, or any errors or omissions in the content thereof.

**RULES AND REGULATIONS OF  
THE NGOs COUNCIL OF KENYA**

Approved by the General Assembly of the NGOs Council of Kenya  
on 15th July 1993, under the supervision of the representative  
of the Minister.

TABLE OF CONTENTS

PREAMBLE

NAME OF THE COUNCIL . . . . . 1

DEFINITIONS . . . . . 1

LOCATION OF THE SECRETARIAT . . . . . 1

MEMBERSHIP . . . . . 1

GOALS . . . . . 1

SUBSCRIPTION . . . . . 2

GENERAL AND SPECIAL ASSEMBLIES . . . . . 2

The General Assembly . . . . . 2

The Powers and Functions of the General Assembly . . . . . 4

The Special Assembly . . . . . 4

COMMITTEES . . . . . 5

General Provisions in Regard to the Committees . . . . . 5

Executive Committee . . . . . 6

Powers and Functions of the Executive Committee . . . . . 6

The Finance and Administration Sub-committee . . . . . 7

The Networking Sub-committee . . . . . 7

Regulatory Committee . . . . . 7

THE SECRETARIAT . . . . . 7

THE BOARD OF TRUSTEES . . . . . 8

Composition of the Board of Trustees . . . . . 8

Functions of the Board of Trustees . . . . . 8

COUNCIL OFFICIALS AND THEIR FUNCTIONS . . . . . 8

The Chairperson . . . . . 8

The Vice-chairperson . . . . . 8

The Treasurer . . . . . 9

The Vice-treasurer . . . . . 9

The Chief Executive Officer . . . . . 9

General Provisions in Regard to Council Officials . . . . . 9

ELECTION TO THE EXECUTIVE COMMITTEE OR THE REGULATORY COMMITTEE . 10

OBLIGATIONS TO COUNCIL OF ITS REPRESENTATIVES TO THE BOARD 10

FINANCIAL PROVISIONS . . . . . 11

Audit . . . . . 11

Investment of Funds . . . . . 12

Inspection of Books of Account . . . . . 12

REGULATORY ACTION . . . . . 12

In Regard to Officials . . . . . 12

Council Members . . . . . 13

GENERAL PROVISIONS . . . . . 13

Amendment and Alteration to the Rules and Regulations . . . . . 13

Dissolution of the Interim Council . . . . . 13

SCHEDULE OF SUBSCRIPTIONS . . . . . 13

## PREAMBLE

The Non-Governmental Organisations Council is a non-partisan body. The mission of the Council is to promote understanding, knowledge, trust and solidarity. The purpose of this is to enable and sustain rights and obligations, participation, gender equality, social and economic security and equity, environmental prudence, cultural diversity, peace and cooperation, productivity and creativity.

### 1.0 NAME OF THE COUNCIL

- .1 The name of the Council is "The Non-Governmental Organisations Council of Kenya".

### 2.0 DEFINITIONS

- .1 "Board" means Non-Governmental Organisations Co-ordination Board established under Sections 3 and 4 of the Non-Governmental Organisations Co-ordination Act.
- .2 "Chief Executive Officer" means the Chief Executive Officer of the Council.
- .3 "Committee" (except as otherwise expressly provided), means the Executive Committee, the Regulatory Committee, the Finance and Administration Sub-committee, the Networking Sub-committee and any other Sub-committee or task force set up by the Executive Committee under these Rules.
- .4 "Council" means the National Council of Non-Governmental Organisations established under Section 23 of the Non-Governmental Organisations Co-ordination Act.
- .5 "Council's constituency" shall include its members, organisations and institutions affecting the Council's operations in Kenya.
- .6 "Income" means the total sum received by a member during its financial year from subscriptions, donations, grants or from any other source.
- .7 "Member" means a member of the Council.
- .8 "Minister" means the Minister of the Government of Kenya for the time being charged with operating the Non-Governmental Organisations Co-ordination Act.
- .9 "Official" (except as otherwise expressly provided), means any member of a Committee of the Council or a member of the Board of Trustees.
- .10 "Secretariat" means the Secretariat of the Council as established under these Rules and Regulations.

### 3.0 LOCATION OF THE SECRETARIAT

- .1 The Secretariat of the Council shall be situated in Nairobi.

### 4.0 MEMBERSHIP

- .1 The Council shall be composed of all Non-Governmental Organisations (hereinafter referred to as NGOs) registered under the provisions of Section 23 (1) of the Act.

### 5.0 GOALS

The goals of the Council shall be:

- (1) To promote all means for the creation and maintenance of an enabling environment in order to contribute effectively to equitable and sustainable development;
- (2) To provide a forum and build effective networks for promoting dialogue, collaboration, learning experiences and information;
- (3) To strengthen the organisational, operational and conceptual capacities of its constituency so that it performs efficiently, effectively and independently;
- (4) To champion and defend the rights of its constituency in all matters, legal or otherwise;
- (5) To influence public policy in relation to its constituency;
- (6) To enhance public awareness about its role and its responsibilities;
- (7) To represent its constituency at international, national and local levels.

## 6.0 SUBSCRIPTION

- .1 The annual subscription for each member of the Council shall be as provided in the schedule below.
- .2 The annual subscription shall be due and payable on the 1st day of July of each year.
- .3 The General Assembly may from time to time revise the annual subscription fee.
- .4 Whenever there shall be a revision in the annual subscription fee such new subscription shall be payable immediately, or before the next General Assembly.
- .5 The Executive Committee shall determine the service fee to be charged to any body or person who is not a member of the Council for any services rendered to any such body or person by the Council or its Committees.

## 7.0 GENERAL AND SPECIAL ASSEMBLIES

### 7.1 The General Assembly

- .1.1 The General Assembly is the supreme authority of the Council and shall be held once in every year at a time and place as shall be decided upon by the Executive Committee.
- .1.2 The General Assembly is convened by the Chairperson, by giving fifty - six (56) days notice in writing to each member of the Council. Such notice shall be sent out together with the agenda of the business to be carried out at the General Assembly as well as a written request for additional agenda items, if any, from members.
- .1.3 The General Assembly is composed of all members of the Council as defined under Rule 4.1 of these Rules and Regulations.
- .1.4 Additional agenda items from members (as referred to in Rule 7.1.2) shall be sent to the Chief Executive Officer not later than twenty-eight (28) days before the General Assembly.
- .1.5 If the Chairperson deems it necessary, an amended agenda incorporating

additional agenda items received from members of the Council shall be sent to every member of the General Assembly at least ten (10) days before the General Assembly.

- .1.6 Every member of the Council has the right to send one delegate to the General Assembly. Such a delegate shall be a person empowered to make policy decisions on behalf of the member NGO.
- .1.7 The quorum in any meeting of the General Assembly shall be fifty (50) delegates.
- .1.8 No business shall be transacted at any General Assembly unless a quorum is present at the time the meeting proceeds to business.
- .1.9 The Chairperson shall preside over all the meetings of the General Assembly and in the absence of the Chairperson, the Vice-chairperson presides. In the absence of both the Chairperson and the Vice-chairperson, the delegates shall elect a Chairperson from amongst themselves.
- .1.10 If within two (2) hours from the time appointed for the General Assembly a quorum of members be not present, the Assembly, if convened by a requisition of members, shall be dissolved; but in any other case it stands adjourned to the same day, time and place in the following month. If at the adjourned meeting a quorum of members is not present within two (2) hours from the time appointed, the members present constitute a quorum.
- .1.11 All decisions of the General Assembly, except the election of officials, shall be decided upon by a show of hands, unless otherwise determined by the General Assembly.
- .1.12 Questions arising at any meeting of the General Assembly shall be decided by a majority of votes and in the case of any equality of votes, the Chairperson shall have a casting vote.
- .1.13 The Chairperson may, with the consent of the assembly, adjourn the General Assembly from time to time and place to place; but no business, other than the business left unfinished at the General Assembly from which the adjournment took place, shall be transacted at any adjourned meeting.
- .1.14 Minutes of the proceedings of every General Assembly shall be kept and circulated to all members by the Secretariat and, if approved by the next succeeding General Assembly, shall be signed by the Chairperson. Any minutes so signed shall be conclusive and binding on the Council.
- .1.15 The accidental omission to give any notice to any particular member or members, or the non receipt of any such notice by any member, shall not invalidate the proceedings of a General Assembly.
- .1.16 If any irregularity, except for one relating to quorum, occurs in the convening or holding of any General Assembly, or in any election or other proceeding taking place at or prior to any such meeting, and it is not objected to at that meeting, then the General Assembly election or proceeding has the same force and validity as if no irregularity had occurred: Provided that where such an irregularity is objected to, the delegates at the General Assembly shall hear and consider the objection and thereafter decide whether or not to uphold or reject the objection.
- .1.17 The Executive Committee may, by a written invitation, invite any body or person, not being a delegate from members of the Council, to attend and participate in the proceedings of the General Assembly or the proceedings of any of the Committees, except the Regulatory Committee.



but such body or person shall have no voting rights.

### The Powers and Functions of the General Assembly

The General Assembly has the following powers:

- (1) To conduct any business, including laying down the policy of the Council and giving directions regarding the organisation of the Council;
- (2) To review the functions and policies of the Council;
- (3) To consider how to further the objectives of the Council;
- (4) To regulate the proceedings of the General Assembly;
- (5) To make amendments to these Rules and Regulations, whenever necessary, and in accordance with the provisions herein;
- (6) To elect the members of the Executive Committee;
- (7) To elect the Chairperson of the Council;
- (8) To elect the Chairperson, Treasurer and Vice-Treasurer from the members of the Executive Committee;
- (9) To elect the members of the Regulatory Committee;
- (10) To elect seven (7) persons from the Executive Committee for recommendation to the Minister for their appointment as representatives of the Council within the Board: Provided that the Vice-chairperson, the Treasurer, the Vice-treasurer and the Executive Director shall not qualify for election;
- (11) To elect from the names of persons presented to it by the Executive Committee five persons to the Board of Trustees;
- (12) To approve all financial and technical reports as well as estimates and work programmes presented to it.

### The Special Assembly

- 3.1 A Special Assembly shall be convened by the Chairperson on the directions of the Executive Committee or at the written request of not less than fifty (50) of the fully paid up members of the Council. Each of the fifty must sign such requisition, but the Chairperson is not required to act on the requisition of members unless and until the sum of KShs 25,000 is paid to the Treasurer towards the cost of convening the meeting. This sum shall be paid by the Treasurer into the general funds of the Council and is not under any circumstance refundable.
- 3.2 The Special Assembly has all the powers of the General Assembly and is governed by the same Rules and Regulations on its composition as those that govern the General Assembly.
- 3.3 The Special Assembly shall be convened by the Chairperson, giving not less than fourteen (14) days notice in writing to all members. The notice shall be sent out to all members together with an agenda prepared by the body requisitioning the Special Assembly.
- 3.4 If for any reason the Chairperson, upon a requisition of members or the Executive Committee, fails to convene a Special Assembly, the body requisitioning such an assembly has the right to nominate a person to convene such an assembly.



## 8.0 COMMITTEES

There shall be the following Committees:

- (1) The Executive Committee
- (2) The Networking Sub-committee
- (3) The Finance and Administration Sub-committee
- (4) The Regulatory Committee

### 8.1 General Provisions in Regard to the Committees

- .1.1 Except as otherwise expressly provided by these Rules and Regulations the provisions under this part shall apply to all the Committees.
- .1.2 But for the Regulatory Committee, the number of members of each Committee shall be determined by, (and members to the said Committee shall be appointed by), the Executive Committee every year.
- .1.3 The Chief Executive Officer shall be an ex-officio member of all the Committees, but he or she shall have no voting rights.
- .1.4 The Regulatory Committee is composed of six (6) persons who must, except for the Chief Executive Officer, be elected annually by the General Assembly.
- .1.5 All the Committees, except the Regulatory Committee, are responsible to the Executive Committee and shall consider and make recommendations on any matter referred to them by the Executive Committee.
- .1.6 The Regulatory Committee is directly responsible to the General Assembly.
- .1.7 Once constituted in accordance with these Rules and Regulations each Committee shall meet to elect a Chairperson and any other officials they think necessary from amongst themselves.
- .1.8 The Chairperson of a Committee is responsible for convening meetings deemed proper, or when a majority of the members of the Committee require such meetings to be convened.
- .1.9 Meetings of such Committees may be held wherever found convenient to the members and a simple majority of the members shall constitute a quorum.

### 8.2 Executive Committee

- .2.1 The Executive Committee is the governing body and is responsible for the management of the Council's affairs.
- .2.2 The Executive Committee consists of:
  - (1) Chairperson
  - (2) Vice-chairperson
  - (3) Treasurer
  - (4) Vice-treasurer
  - (5) Eleven Committee members
  - (6) The Chief Executive Officer (ex-officio with no voting rights)
- .2.3 All the members of the Executive Committee, except those who are Council representatives on the Board, shall be elected annually by the General Assembly by means of a secret ballot.
- .2.4 The quorum of the Executive Committee shall be seven (7) members who are entitled to attend and vote.

- .2.5 The Executive Committee shall meet at least once before every Board meeting.
- .2.6 Between meetings of the General Assembly, the Executive Committee shall interpret these Rules and Regulations and the Code of Conduct of the Council when necessary, and determine any point on which they are silent or ambiguous.
- .2.7 Any member of the Executive Committee must vacate his or her seat upon his or her absence from three (3) consecutive meetings of the Committee without first obtaining the Chairperson's permission. Permission shall not be unreasonably withheld. In the event of such a member of the Executive Committee being a representative of the Council on the Board he/she shall forthwith tender his/her resignation to the Minister. Any such member who fails to tender such resignation he/she shall be liable to disciplinary action under these Rules and Regulations.
- .2.8 Decisions of the Executive Committee shall be binding on all members. However, if any such decision directly affects the rights and/or privileges of any member or group of members, such member or group of members can appeal against it in writing to the next General Assembly within thirty (30) days of receiving it.
- .2.9 The Executive Committee must notify any member or group of members affected by such a decision, within fourteen (14) days of its having been made.

### 8.3 Powers and Functions of the Executive Committee

The Executive Committee has the following functions:

- (1) To propose policy positions to the General Assembly and to implement the policies and decisions made by the General Assembly;
- (2) To implement, further and facilitate the functions and objectives of the Council as laid down by the General Assembly;
- (3) To supervise the affairs of the Council;
- (4) To appoint senior members of staff of the Secretariat;
- (5) To define the duties and determine the remuneration of the Chief Executive Officer and the said members of staff;
- (6) To tender to the General Assembly names of seven (7) persons for election by the General Assembly of five trustees;
- (7) To appoint the Chief Executive Officer;
- (8) To supervise the activities of the Chief Executive Officer;
- (9) To set up task forces and Sub-committees as necessary to deal with specific issues pertaining to the functions of the Council and to co opt such individuals as shall have the requisite expertise into such task forces or Sub-committees.

### 8.4 The Finance and Administration Sub-committee

This Committee shall:

- (1) Before the commencement of the financial year, prepare estimates of the revenue and expenditure for that year;
- (2) Set up proper administrative structures for the Secretariat;

which structures shall be subject to the approval of the Executive Committee;

- (3) Develop and implement fund raising strategies;
- (4) Carry out any other functions as may be specifically provided under these Rules and Regulations or as it may be directed by Executive Committee or the General Assembly.

#### 8.5 The Networking Sub-committee

This Committee shall:

- (1) Build such networks amongst such bodies or persons as the Executive Committee may determine;
- (2) Provide such services including training to such bodies or persons as the Executive Committee may determine;
- (3) Facilitate the exchange of information and experiences amongst such bodies or persons as the Executive Committee may determine
- (4) Create and maintain an information and communication system.

#### 8.6 Regulatory Committee

This Committee shall:

- (1) Promote and maintain adherence to the Code of Conduct and these Rules and Regulations;
- (2) Review the Code of Conduct as necessary;
- (3) Define and review the criteria for support by the Council of applications by potential members for registration under the Act
- (4) Define and review the criteria for support by the Council of applications by its members in regard to work permits, duties and tariffs;
- (5) Compile reports for the General Assembly for the purpose of recommending a cancellation of a member's registration certificate to the Board;
- (6) Carry out any other functions as may be specifically provided for under these Rules and Regulations, or as it may be directed by the General Assembly.

#### 9.0 THE SECRETARIAT

- .1 The Chief Executive Officer shall be responsible for the day to day running of the Secretariat.
- .2 The Executive Committee shall appoint the Chief Executive Officer.
- .3 The Executive Committee shall appoint the senior staff of the Secretariat.
- .4 The Chief Executive Officer shall recruit the subordinate staff of the Secretariat subject to the approval of the Executive Committee.
- .5 The Secretariat shall maintain an information and communication system.
- .6 The Secretariat shall avail relevant documents at the general or

special assemblies of the Council.

## THE BOARD OF TRUSTEES

There shall be a Board of Trustees.

### Composition of the Board of Trustees

The Board of Trustees shall consist of five (5) persons not being members of the Executive Committee who shall hold office for a period of three (3) years.

### Functions of the Board of Trustees

The functions of the Board of Trustees shall be:

- (1) To invest Council funds within the criteria laid down by the General Assembly;
- (2) To liaise with the Treasurer in their execution of the said function.

## COUNCIL OFFICIALS AND THEIR FUNCTIONS

The chief officials of the Council shall be:

- (1) Chairperson
- (2) Vice-chairperson
- (3) Treasurer
- (4) Vice-treasurer
- (5) Chief Executive Officer

### The Chairperson

The Chairperson shall preside at all assemblies, meetings and conferences at which he or she is present. He or she shall enforce of the Council's Rules and Regulations and performs such duties as by usage and custom pertain to the office of the Chairperson. In the case of an equality of vote at any meeting, the Chairperson shall have a casting vote.

The Chairperson shall (in the event of the Bureau not submitting) furnish to the Secretariat of the Council documentation on the deliberations of the NGOs Co-ordination Board.

### The Vice-chairperson

In the absence of the Chairperson the Vice-chairperson shall convene all assemblies, meetings and conferences. He or she shall preside at all conferences, meetings and assemblies in the absence of the Chairperson and has the same powers as the Chairperson while doing so. If for any reason the Chairperson or the Vice-chairperson are unable to chair a properly convened and constituted meeting, conference or assembly, the delegates attending such conference meeting or assembly shall have the right to appoint an ad hoc Chairperson.

### The Treasurer

The Treasurer, through the Secretariat, shall receive and disburse, under the direction of the Executive Committee, all moneys belonging to the Council. The Treasurer shall obtain receipts for all moneys

paid out by him or her. He or she is responsible to the Council for ensuring that proper books of account are written up, preserved and available for inspection.

11.4 The Vice-treasurer

- .4.1 The Vice-treasurer shall perform such duties as may be specifically assigned to him or her by the Treasurer or by the General Assembly. In the absence of the Treasurer he or she shall perform the duties of the Treasurer.

11.5 The Chief Executive Officer

- .5.1 The Chief Executive Officer shall attend all meetings of the Committees. He or she shall be responsible for the preservation of a records of the Council and shall formulate, subject to the approval of the Executive Committee, the terms of employment of the members of staff of the Secretariat and review such terms when appropriate. He or she shall ensure that all matters affecting the Council are reported to the Executive Committee and ensure due compliance by the Council with the provisions of the Act in the daily running of its affairs.

11.6 General Provisions in Regard to Council Officials

- .6.1 Except as otherwise expressly provided, the officials of the Council shall be elected every year by secret ballot.
- .6.2 Members of the Executive Committee appointed as Council representatives on the Board shall be elected every three (3) years by secret ballot.
- .6.3 Members of the Executive Committee not appointed as representatives of the Council on the Board shall hold office for a maximum of two (2) terms and shall not be eligible to hold such office again for a period of three (3) years.
- .6.4 Members of the Executive Committee appointed as representatives of the Council on the Board shall hold that office for a maximum of one term and shall not be eligible to hold such office again for a period of three (3) years (from the date of their last appointment).
- .6.5 Members of the Executive Committee appointed to represent the Council on the Board are eligible for election to the Executive Committee for a further two terms, but shall not be eligible to hold such office again for a period of three (3) years (from the date of their last appointment). However, the out-going Chairperson of the Executive Committee shall not be eligible for election as Chairperson under this provision.
- .6.6 Members of the Regulatory Committee shall be eligible for election to the Regulatory Committee for a further two terms but shall not be eligible to hold such office again for a period of three (3) years (from the date of their last appointment).
- .6.7 Any person who is ineligible to hold office under Rule 11.6.6 will however be eligible to vie for any position on the Executive Committee.
- .6.8 Any person who is ineligible to hold office under Rules 11.6.3, 11.6.4 and 11.6.5 is however eligible to hold any position on the Regulatory Committee.
- .6.9 Only delegates from members of the Council not in arrears with their subscription are eligible as officers of the Council.
- .6.10 Any official of the Council will lose his or her position if he or she ceases to be an employee or official of a member NGO.

- .6.11 Any official of the Council or member of the Board of Trustees may resign at any time by giving written notice of such resignation to the Executive Committee. His or her office shall be deemed to have become vacant on, but not before, the acceptance of his resignation by the Executive Committee.

## 12.0 ELECTION TO THE EXECUTIVE COMMITTEE OR THE REGULATORY COMMITTEE

- .1 No person shall be qualified for election as a member of the executive or the Regulatory Committees unless they are proposed and seconded by members of the Council and their consent to accept such office is signified by them prior to or at the time of election.
- .2 Not less than fifty-six (56) days before the General Assembly the Chief Executive Officer shall, by a notice sent to all members of the Council, announce the number of vacancies and invite the nomination of candidates for election as members of the Executive Committee and the Regulatory Committee.
- .3 Such notice shall specify a date (known as the latest date of nomination) not less than thirty (30) days before the date of the General Assembly.
- .4 Every nomination shall specify the full name and address of the candidate, the name of his or her member NGO, and the name of the member NGO of the person proposing the candidate.
- .5 If the number of candidates nominated for any vacancies does not exceed the number of vacancies the persons nominated shall be declared elected at the General Assembly. If the number of candidates nominated exceeds the number of vacancies an election by secret ballot shall be held. In the event the number of candidates nominated are less than the vacancies, nominations shall be invited from the floor. Members of the Council proposing prospective candidates shall ensure from the documentation made available by the Secretariat that such candidates qualify for nomination. Nomination from the floor will otherwise be allowed only with the consent of a simple majority of the members attending the General or Special Assembly.
- .6 The ballot paper shall be in the form directed by the Executive Committee.
- .7 The procedure for dealing with the voting papers is as follows:
- (1) A delegate elected by the General Assembly by a show of hands shall be the scrutineer; he or she shall receive and examine the voting papers and certify the result of the poll;
  - (2) As soon as the result of the poll has been ascertained, the scrutineer shall read it out to the General Assembly and declare the candidates with the leading votes in regard to each vacancy to be elected.
- .8 In the event of a vacancy created by the death, resignation or removal from office of an official, the Executive Committee may appoint a person to fill in such a vacancy for the duration of the remaining term.

## 13.0 OBLIGATIONS TO COUNCIL OF ITS REPRESENTATIVES ON THE BOARD

- .1 The obligations shall be:
- (1) To further, within the Board, the Council's policies and strategies in regard to the efficient and effective operation of the activities of NGOs;

- (2) To accurately represent and interpret the annual reports tendered by members of the Council to the Board;
- (3) To support, within the Board, the Council's Code of Conduct;
- (4) To ensure at all times that Council reports are furnished to the Board as required by the Non-Governmental Organisations Co-ordination Act.

#### 14.0 FINANCIAL PROVISIONS

- .1 The financial year of the Council is 1st July to 30th June of the following year.
- .2 The Treasurer shall open and maintain bank account(s) in the name of the Council and ensure that all moneys belonging to and received by the Council are paid into the account(s). Provided that the Secretaries shall be permitted to retain such sums as shall be determined by the Executive Committee from time to time to pay for minor expenses. All moneys shall be accounted for before another withdrawal is made.
- .3 All cheques made by the Council shall be signed by any two (2) of the following officials: the Chairperson, the Chief Executive Officer, the Treasurer and any other two signatories drawn from the Executive Committee members.
- .4 The annual estimates prepared by the Finance Sub-committee shall make provision for all the estimated expenditure of the Council for the financial year concerned, and in particular:
  - (1) For the approved recurrent and development expenditure;
  - (2) For the payment of salaries, allowances and other charges;
  - (3) For the payment of pensions, gratuities and other charges, if in respect of any retirement benefits which may be payable out of the funds of the Council;
  - (4) For the proper development and maintenance of the properties of the Council, if any;
  - (5) For the proper maintenance, repair and replacement of the equipment and other movable property of the Council;
  - (6) For the creation of such reserve funds to meet future and contingent liabilities in respect of retirement benefits or insurance or in respect of such other matters as the Council may deem fit.
- .5 Annual estimates shall be approved by the Executive Committee.
- .6 No expenditure shall be incurred for the purpose of the Council except in accordance with the annual estimates approved by the Executive Committee.
- .7 The Treasurer shall ensure that all books of account are duly audited for presentation of reports at the General Assembly.

#### 14.1 Audit

- .1.1 The General Assembly shall appoint a firm of auditors to audit the accounts of the Council at the end of each financial year.

## Investment of Funds

- .2.1 Any funds of the Council contributed by members and not required for allocation or application shall on the direction of the Executive Committee be invested in the name of the Council by the trustees in such public stocks, Government securities or any other funds in which trustees may by law invest and as the General Assembly may direct. Funds pending for investment shall be deposited at a bank by the trustees in the name of the Council in an interest earning account.

## .3 Inspection of Books of Account

- .3.1 All books of account and other official records of the Council are open to inspection at the Council's offices during ordinary working hours by any member of the Council. However, Members must give at least forty eight (48) hours written notice to the Chief Executive Officer.

## 5.0 REGULATORY ACTION

### In Regard to Officials

- .1.1 All members of the Executive Committee, other Committees referred to here, and the Board of Trustees, are subject to regulatory action under this part if any of them infringes any of the provisions of these Rules and Regulations or does not comply with the provisions laid down in the Code of Conduct.
- .1.2 The Regulatory Committee may summon him or her to explain his or her conduct.
- .1.3 In the event of the Regulatory Committee being satisfied that an official has acted wrongly the Committee may take the following steps:
- (1) The official may be warned;
  - (2) The official may be removed from office and barred from holding or being eligible for any office in the Council for a given period.
- .1.4 Any person against whom any of the above actions has been taken shall have a right of appeal to the first General Assembly or Special Assembly following such action by the Regulatory Committee.
- .1.5 Notice of appeal must be forwarded or handed over to the Chief Executive Officer in writing within fourteen (14) days of the date on which the decision of the Regulatory Committee was communicated to the person concerned.
- .1.6 No action shall be taken against any person under Rule 15.1.3 above unless the person has been given an opportunity to state his or her case either orally or in writing at a meeting of the Regulatory Committee. He or she must have received notice of this meeting not less than seven (7) days before, in writing. Such notice shall include the details of the allegations with which the official is charged.
- .1.7 A person who has stated his or her case before the Regulatory Committee in accordance with these Rules and Regulations but is dissatisfied with the decision of the Regulatory Committee and has lodged an appeal in the manner provided, has the right to restate his or her case before the General Assembly for consideration.
- .1.8 A person appearing before the Regulatory Committee or the General



Assembly has the right to call witnesses in support of his or her case.

- .1.9 Any decision taken by the Regulatory Committee against any person shall, when an appeal has been lodged in the manner provided, be subject to ratification by the General Assembly.

15.2 Council Members

- .2.1 The General Assembly may, where a member is in breach of the Code of Conduct, take any of the following measures:

- (1) Impose a fine on the member or;
- (2) Recommend to the Board the deregistration of such a member pursuant to the provisions of the Act.

- .2.2 Such a member has a right to be heard before any of the above measures is taken against it.

16.0 GENERAL PROVISIONS

16.1 Amendment and Alteration to the Rules and Regulations

- .1.1 Amendments to all these Rules and Regulations may from time to time be made by resolutions of Council in the General Assembly, provided that proposals for amendment are submitted to the Chief Executive Officer not later than three (3) weeks before the date of the General Assembly. Any alteration to the Rules and Regulations shall be made by a resolution at the General Assembly of two thirds of the delegates present.

16.2 Dissolution of the Interim Council

- .2.1 The interim Council shall stand dissolved upon the approval of the Code of Conduct by the Board and the establishment of the Council shall take effect forthwith.

---

SCHEDULE OF SUBSCRIPTIONS

Annual Income (KShs.)	Annual Subscription (KShs.)
(1) 1,000,000 or under	1,500
(2) 1,000,001 - 50,000,000	5,000
(3) 50,000,001 - 100,000,000	10,000
(4) 100,000,001 & above	20,000