



CONSTITUTION
UNIVERSITY OF NAMIBIA ALUMNI ASSOCIATION

1. Name

There is hereby established a voluntary association named the *University of Namibia Alumni Association* (the Association).

2. VISION, MISSION, VALUES AND OBJECTIVES

The University of Namibia Alumni Association supports and underwrites the vision, mission and values of the University of Namibia, in particular:

2.1 Vision

- To create and maintain good relationships between Alumni and UNAM;
- To ensure Alumni remain part of the treasure house of knowledge , in the preservation and promotion of the University;
- Establish and maintain a strong network amongst Alumni to foster professional development, social engagement and support for UNAM.

2.2 Mission

The University of Namibia Alumni Association is a voluntary organisation that aims to further lifelong partnership between the University and members of the association to promote the University's mission and enhance multi-faceted public support.

2.3 Values

The University of Namibia Alumni Association underwrites the following values:

- Human dignity, equality, freedom
- Community involvement and participation
- Transparency and inclusiveness
- Non-racism, non-sexism and representativeness

2.4 OBJECTIVES

The objectives of the Association shall be to:

- 2.4.1 Promote among the Association's members and the general public, multifaceted support for the University of Namibia (UNAM);
- 2.4.2. Develop and maintain close ties with UNAM and act as a contact and conduit for the views and opinions between its members and UNAM;
- 2.4.2 Develop and maintain close ties with the UNAM student body and carry out activities aimed at assisting the student body in any manner which the Association may deem appropriate;
- 2.4.3 Initiate, assist and promote any fund-raising efforts and activities by or for UNAM and/or the Association;
- 2.4.4 Facilitate communication with the Association's members by any means, including the development, design and distribution of an Association newsletters and the establishment of an Association web site;
- 2.4.5 Arrange reunions of the Association's members, social functions and activities, as the Association may deem appropriate;
- 2.4.6 Provide a channel for the Association's members to establish and maintain useful career and business contacts; and
- 2.4.7 To do all that is necessary to achieve the objectives set forth herein-above, including, but not limited to, the establishment of regional links and the establishments of chapters of the Association.

3. A NON-PROFIT ASSOCIATION

- 3.1 The Association is not formed and does not exist for the purpose of carrying on any business that has as its purpose the acquisition of gain by the Association or its individual members.
- 3.2 The income and assets of the Association shall be applied solely for the promotion of the objectives for which it is established.
- 3.3 No part of the income or assets of the Association shall be paid, directly or indirectly, by way of dividend, donation or otherwise, to any person,

- unless such payment is directly related to the furtherance of the objectives of the Association.
- 3.4 The Association shall not be entitled to carry on any trading or other profit-making activities or participate in any business, profession or occupation carried on by the Association's members or provide to any of its members financial assistance or any premises or continuous services or facilities for the purpose of carrying on any business, profession or occupation.

4. LEGAL STATUS & LIABILITY OF MEMBERS

- 4.1 The Association is and shall continue to be a distinct and separate legal entity from its members, and a body corporate with perpetual succession, with the power to acquire, hold and alienate property of every description whatsoever, and with the capacity to acquire rights and obligations.
- 4.2 All actions, proceedings at law, including but not limited to Court and arbitration proceeding, shall be brought by or against the Association in the name of the Association, and the Executive Committee may authorize any person(s) to act on behalf of the Association and to sign all such documents and to take all such steps as may be necessary in connection with any such proceedings.
- 4.3 The liability of the Association's members is limited to the amount of subscription or other moneys owing by them to the Association.

5. MEMBERSHIP

The following categories of membership shall apply to the Association:

5.1 Full Membership

Any person in possession of at least a one (1) year certificate/diploma and any higher qualification obtained at UNAM or the University Component of the former Academy; and the members of the Convocation of UNAM, as defined by the University of Namibia Act, 1992 (Act of 1992), shall be eligible for full membership of the Association.

5.2 Associate Membership

- 5.2.1 Any person who was conferred with an UNAM Honourary Degree, or who has successfully completed a minimum of one (1) academic year at UNAM and who has subsequently discontinued his/her studies, shall be eligible for associate membership of the Association.
- 5.2.2 Associate members shall qualify for full membership upon completion of their qualifications at UNAM.
- 5.2.3 In regard to persons who apply for associate membership and who have been expelled from UNAM for disciplinary, such membership applications shall be individually assessed by the Executive Committee, and the Executive Committee retains exclusive discretion in regards to approving applications of this nature.

5.3 Honorary Membership

- 5.3.1 The Executive Committee, within its exclusive discretion, shall award honorary membership to any person rendering outstanding services to UNAM or the Association, or who, in the opinion of the Executive Committee, is worthy of being conferred honorary membership.
- 5.3.2 Honorary members shall have the same status as associate members of the Association unless otherwise decided by the Association at a General Meeting.

5.4 Founding Members

- 5.4.1 The original subscribers to this Constitution, whether enjoying full membership, associate membership or honorary membership shall be regarded as founding members of the Association.

6. MEMBERSHIP

6.1 GENERAL PROVISIONS

- 6.1.1 All Association members shall be registered in a manner and form determined by the Executive Committee and shall pay such annual membership fees as may be determined at the Association's Annual General Meeting (AGM) from time to time.
- 6.1.2 All membership categories shall have voting rights unless determined otherwise, specifically or generally, by the AGM.
- 6.1.3 Admission to membership of the Association shall be upon application in writing to the Executive Committee, which shall, in its sole discretion, decide to permit or not to permit any person as a member of the Association, and shall, upon admission, determine the class of membership pertaining to that person in accordance with the provisions of this Constitution.
- 6.1.4 An application for membership of the Association shall, even in the absence of specific reference to such undertaking, be deemed to include an undertaking by such applicant to subscribe to and be bound by this Constitution, the Association's policies laid down (including general standards, ethics and practice), its codes of practice, and all further and future policies, guidelines and directions that may be adopted by the Association from time to time.

6.2 Membership fees

The University of Namibia Alumni Association levies annual membership fees, as required for its effective operation. The amount payable and adopted by the AGM of 2006 is N\$100.00 per annum.

7. CESSATION OF MEMBERSHIP

Membership of the Association shall terminate upon:

- 7.1 receipt of a written notice of resignation from the Association's member, and shall be effective on date of receipt thereof or any future date defined therein. All monies due to the Association up to date of resignation shall become due and payable upon the giving of such notice. No refunds of amounts paid in advance shall be made; or
- 7.2 the passing of a resolution to such effect by a duly convened AGM; or
- 7.3 the Association's member passes away.

8. ANNUAL GENERAL MEETING OF THE ASSOCIATION

- 8.1 There shall be an Annual General Meeting, which shall be the highest decision making body of the Association, held every year not later than the end of November at a place, venue and time determined by the Executive Committee.
- 8.2 The UNAM Alumni Coordinator shall give notice of the Annual General Meeting **one** month before the date of the Annual General Meeting. The Agenda for the Annual General Meeting shall be sent to all Association Members two (2) weeks prior to the said meeting.
- 8.3 The Chairperson of the Executive Committee shall, at every Annual General Meeting, table a report of the Association's activities for the preceding year.
- 8.4 Any motion for consideration at the Annual General Meeting, including nominations for the Executive Committee and the dissolution of the Association, shall be given in writing to the Alumni Coordinator at least fourteen (14) days prior to the date of the Annual General Meeting.
- 8.5 The quorum of the Annual General Meeting shall be fifty (50) members for the purposes of conducting the Annual General Meeting and voting during the Annual General Meeting.
- 8.6 In the event of there not being a quorum within fifteen (15) minutes from scheduled time of the meeting's commencement, the meeting may proceed with such formal business as the Chairperson of the meeting may deem necessary for the continuity of the Association's activities.
- 8.7 The minutes of the Annual General Meeting shall be made available to those who were entitled to attend the meeting.

9. SPECIAL GENERAL MEETING OF THE ASSOCIATION

- 9.1 The Executive Committee shall call a special general meeting of the Association whenever such a meeting is deemed necessary.
- 9.2 The notice(s) of a special general meeting of the Association shall state the purpose of the meeting, which shall be the only purpose to be dealt with at the meeting.

10. MANAGEMENT OF THE ASSOCIATION

- 10.1 The management of the Association shall be vested in an Executive Committee consisting of:
- Chairperson, who shall be a full member of the Association;
 - Vice-Chairperson, who shall be a full member of the Association;
 - Treasurer, who shall be a full member of the Association;
 - Three additional members, who shall be full members of the Association;
 - A representative of the Communication and Marketing Department (ex officio) of the University of Namibia, but with no voting powers in all meetings of the Association unless such representative is qualified to be a full or associate member of the Association; and
 - The UNAM Alumni Coordinator, who shall also serve as Secretary in all the meetings of the Association but with no voting powers in all meetings of the Association unless such representative is qualified to be a full or associate member of the Association; and
 - Any other member(s) as may be co-opted by the Executive Committee from time to time, but who shall have no voting rights in the meetings of the Executive Committee.
- 10.2 The Executive Committee shall nominate two (2) members from the Executive Committee to represent the Association on the UNAM Council. The said two members shall not ordinarily be full-time UNAM staff members.
- 10.3 A quorum of the Executive Committee shall consist of four (4) members.
- 10.4 The Executive Committee is at liberty to convene, subject to this Constitution, meetings of its members as may be necessary and shall determine the rules and procedures for the conduct of its meetings.
- 10.5 The Executive Committee shall control and account for all funds of the Association derived from whatsoever source, except funds which are allocated to the Association in the UNAM budget.
- 10.6 The tenure of office for Executive Committee members shall be a period of three (3) years after election in the Annual General Meeting.
- 10.7 Representatives of the Executive Committee nominated to serve on the UNAM Council shall be bound by the tenure stipulations provided for in this Constitution, subject to the relevant provisions of the University of Namibia Act.
- 10.8 Any person who has been convicted of a criminal offence involving dishonesty or who is an un-rehabilitated insolvent shall not be qualified to serve on Executive Committee.
- 10.9 Any member of the Executive Committee may resign, provided the resignation is conveyed in writing to the UNAM Alumni Coordinator.

10.10 A Executive Committee member will be deemed to have resigned his/her position should he/she fail to attend three consecutive Executive Committee meetings without acceptable reasons having been communicated to the UNAM Alumni Coordinator.

11. ELECTION OF EXECUTIVE COMMITTEE AND VOTING PROCEDURES

- 11.1 Elections for membership of the Executive Committee shall be held during the Annual General Meeting.
- 11.2 Nominations for Executive Committee office bearers should reach the UNAM Alumni Coordinator as specified under article 8.4 supra.
- 11.3 Only full members of the Association may nominate Executive Committee office bearers and only full members may be nominated and appointed as such.
- 11.4 The voting procedure shall be by ballot.

12. EXECUTIVE COMMITTEE MEETINGS

- 12.1 The Executive Committee shall meet at least three (3) times annually, but may meet on more occasions as may be necessary.
- 12.2 The meetings of the Executive Committee shall be presided over by the Chairperson and in his/her absence, the Vice-Chairperson and in the absence of both, by any other Member of the Association as may be determined by consent of the meeting.
- 12.3 All decisions of the Executive Committee shall be placed before the Annual General Meeting.
- 12.4 A member of the Executive Committee shall not be eligible for re-election after having served for three (3) consecutive years, unless specially requested by the majority of members to stand for re-election, save that no member shall serve for more than two (2) consecutive terms of three (3) years each.

13. FUNCTIONS AND DUTIES OF THE EXECUTIVE COMMITTEE

The Executive Committee shall have the power and authority to do all that is necessary to achieve the objects of the Association, including, but not limited to:

- 13.1 carrying out the objectives of the Association;
- 13.2 supporting and maintaining respective portfolios of the Executive Committee members;
- 13.3 promoting the Association in the respective areas of business or study of the members of the Executive Committee;
- 13.4 causing an annual audit of the financial report of the Association to be conducted, and presenting same to the Annual General Meeting;
- 13.5 determining the policy and general direction of the Association;
- 13.6 where it deems same necessary, promulgating general guidelines in terms of which the Association and the Executive Committee shall function;
- 13.7 appointing committees from its members with power to co-opt any members and to delegate any of its powers to such committees;
- 13.8 attending to applications for Association membership;
- 13.9 co-operating with other bodies, with like objects, to affiliate to such bodies or to grant affiliation to such bodies and to enter into reciprocal arrangements with them;
- 13.10 generally to control the Association and determine the direction and management of the Association;
- 13.11 regulating the form of proceedings at meetings;
- 13.12 purchasing and alienation of assets on behalf of the Association;
- 13.13 opening of a bank account for the Association;
- 13.14 raising funds and administering such funds on behalf of the Association from any legitimate source and for any purpose linked to the objectives of the Association;
- 13.15 set up and approve a budget for the Association; and
- 13.16 appointing a special advisor(s) to assist or advise the Executive Committee on any of its powers, duties and functions.

14. AMENDMENT OF THE CONSTITUTION

This Constitution may be amended by the members of the Association at an Annual General Meeting or special Association meeting provided that:

- 14.1 Written notice of the proposed amendment with motivation shall be submitted to the UNAM Alumni Coordinator at least thirty (30) days prior to the meeting at which the amendment is to be considered;
- 14.2 The intention of the proposed constitutional changes shall be advertised in the notice of the meeting as per article 8.2 supra;
- 14.3 At least two thirds of the members present at the Annual General Meeting or special Association meeting vote in favor of such amendment: Provided further that the requirements of Article 8 (4) supra have been complied with.

15. DISSOLUTION OF THE ASSOCIATION

The Association may be dissolved by the members of the Association provided that:

- 15.1 The Annual General Meeting votes in favor of such dissolution; and
- 15.2 the Council of the University of Namibia approves of the dissolution of the Association in which case the date of decision of the Council shall be regarded as the date of dissolution of the Association.

16. EFFECT OF DISSOLUTION

- 16.1 In the event of the dissolution of the Association, the assets of the Association shall be dealt with in accordance with the directive of the Executive Committee, provided that the Executive Committee shall exercise its powers strictly within the framework of the Association's objectives.
- 16.2 Failing directions by the Executive Committee, the assets shall accrue to the University of Namibia.

17. RELATIONSHIPS

17.1 THE UNIVERSITY OF NAMIBIA

The Association shall be recognized by the Council of the University of Namibia as an integral part of the University of Namibia.

17.2 THE ALUMNI STUDENT CLUB

The association shall recognize the alumni student club as an integral part of its efforts to raise its awareness amongst students on campus. The purpose of the Student Alumni Association is to promote the interests of the students by fostering a spirit of loyalty, common interests and cooperation. The UNASC shall assist in developing and promoting support for the Alumni Association; and to be the primary liaison between the students and the Alumni

17.2.1 FUNCTIONS OF THE ALUMNI STUDENT CLUB

- The student club will run a variety of events suited to their interest and their overall objective;
- The student club will be governed by the constitution and shall direct its activities accordingly;
- It is crucial that the student club maintain an accurate list of members with updated contact information.
- It is recommended that each chapter appoints a president, vice-president, secretary, treasurer and a PR officer. The chairperson will chair the meetings, the secretary will be responsible for taking minutes and the treasurer will ensure that all members have paid their membership fees and proof thereof has been forwarded to the Alumni Coordinator.

17.3 ALUMNI CHAPTERS IN THE REGIONS

The association shall recognise a chapter as an integral part of the overall Alumni Association. Chapters are created when a group of graduates who share a location, area-of study or common interest form to collectively remain involved in the University of Namibia Alumni Association community.

17.3.1 FUNCTIONS OF CHAPTERS

- The chapters will run a variety of events suited to their interest and the overall association. Activities can focus on professional development, reunions and networking;

- Each chapter will be governed by the constitution and shall direct its activities accordingly;
- Each chapter should develop an annual activity plan to be submitted to the Alumni Coordinator which will focus on promote participation in the chapter and connect alumni to the University;
- It is crucial that chapters should maintain an accurate list of members for each chapter with updated contact information. Changes should be made and forwarded to Alumni Coordinator.
- It is recommended that each chapter appoints a chairperson, secretary and treasurer. The chairperson will chair the meetings, the secretary will be responsible for taking minutes and the treasurer will ensure that all members have paid their membership fees and proof thereof has been forwarded to the Alumni Coordinator.

18. INDEMNITY

Every member (whether in his or her capacity as member of the Association or Executive Committee), officer or servant of the Association shall be indemnified by the Association against all costs, losses and expenses which he or she may incur or become liable for by reason of any act or thing done by him or her as such in the discharge of his duties, unless the loss in question is caused by his or her own gross negligence, dishonesty or breach of trust.

19. INTERPRETATION

Save where the context otherwise requires, singular words shall import the plural and vice versa and the male gender shall include the female and neuter genders.

20. DEFECT IN APPOINTMENTS

The fact that there was or may have been a *bona fide* error in the nomination or appointment of any member of the Association and/or the Executive Committee, shall not invalidate any proceedings rulings, decisions or actions of the Association or the Executive Committee.

21. FINANCIAL YEAR

The year-end of the Association is the 31st December of every calendar year.