

CONSTITUTION OF LOCAL GOVERNANCE NETWORK (LOGNET)



JULY, 2013

PREAMBLE

WHEREAS we the individual Civil Society Organizations (CSOs) working in Local Governance, Democracy and Development in Ghana;

RECOGNIZE the key and vital roles of Civil Society in developing the people and institutions of Ghana with focus on the citizenry and institutions of Local Government, Democracy and Decentralization;

REALIZE the difficulties and challenges facing us in our own institutional development and that of the Local Government, Democracy, Decentralization and Rural Development (LGDDRD) sector in which we operate;

HAVE AGREED to form an umbrella and family of private voluntary organizations to enhance transparency, good local governance, decentralization, sustainable democracy and ensuring the effectiveness of the organization

DO HEREBY ENACT AND ADOPT AND GIVE TO OURSELVES THIS CONSTITUTION

ARTICLES OF THE CONSTITUTION

ARTICLE 1.

Name, Acronym, Nature, Purpose, Logo and Legal Status;

- 1.1. **Name:** The name of the organization shall be known and called **LOCAL GOVERNANCE NETWORK** hereinafter referred to as “**LOGNet**”.
- 1.2. **Acronym :** The acronym of Local Governance Network shall be **LOGNet**
- 1.3. **History:** LOGNET was founded in Accra in 2006 and incorporated in the Republic of Ghana in 2010 as a Non-Governmental Organization (NGO)
- 1.4. **Nature:** The Local Governance Network (LOGNet) is an umbrella and a network of Civil Society Organizations-principally Non Governmental Organizations (NGOs) and Community-Based Organizations (CBOs).
- 1.5. **Purpose:** LOGNet works to contribute towards the promotion of effective decentralization and good local governance.
- 1.6. **Logo:** It shall be composed of symbol of three (3) symbolized citizens inscribed in the Black Star of Ghana, embossed on a blue-colored oval-shaped background, and further inscribed in the outline of Map of Ghana, and carrying the inscription LOGNet
- 1.7. **Legal Status:** LOGNet is registered with the Registrar-General's Department under the Company Code of 1963, Act 179 and bear Registration Number G - 27,957

ARTICLE TWO:

Vision, Mission, Action Strategies and Action Sectors:

2.1. Vision: : The vision of LOGNet is: “ to be recognized in the near future, at both national and international levels, as a sustained and vibrant Civil Society Network (CSN) contributing to building of a society in which every citizen is seen as active and positive actor in local governance”.

2.2. Mission: Enhancing networking, empowering and strengthening member-organizations and taking steps and actions to promote good democratic governance and effective decentralization

ARTICLE THREE:

Registered Offices/Secretariats

3.1. National Secretariat: The National Secretariat of LOGNet shall be located in Accra.

3.2. Regional Offices/Secretariats: Regional offices will be hosted by a member-organizations The Network will accordingly sign a ***Memorandum of Understanding (MOU)*** with the Host Organization

3.3. District Offices/Secretariats: District Offices/Secretariats will be hosted by a member-organization. The Network will accordingly sign a ***Memorandum of Understanding (MoU)*** with the Host

ARTICLE FOUR

General Objectives of LOGNet

The objectives of the network are:

- a. To provide, facilitate and present a strong, collective and united voice as Advocates, Activists and Catalysts on policies on sector-wide governance, decentralization, democracy and development
- b. To promote the work of Civil Society in Local Governance, Decentralization and Democracy in Ghana.
- c. To create a sustained and solid platform for purposeful sharing of ideas, experiences and expertise, and exchange of information and skills on social development and democratic governance
- d. To promote and ensure gender equity in local government, and democratic decentralization.
- e. Conducting and disseminating joint research to support and share advocacy position.
- f. Undertake and other activities that might be necessary for the realization of the objectives of the network

ARTICLE 5.0

CAPACITY OF LOGNet

5.1. LOGNet shall be a body corporate, having perpetual succession with a common seal in its corporate name

5.2. The common seal shall:

- a) shall be kept in the custody of the National Coordinator and shall be used only in the business transactions of the organization, and
- b) shall be used on the authority of the Steering Committee(SC), or by a SC member in the performance of his/her duties

ARTICLE SIX:

PRINCIPLES AND CORE VALUES

Stated below are the Principles and Core Values of the network:

6.1. Principles:

- a. Social Inclusion
- b. And Active Participation
- c. Sustainable Development
- d. Environmental Sustainability
- e. Social Protection
- f. Accountability
- g. Self-determination

6.2 Core Values:

- a. Equity and Equality
- b. Respect for Diversity and Pluralism
- c. Diligence
- d. Honesty and Truthfulness
- e. Responsiveness

ARTICLE SEVEN:

Membership

- a. Membership is open to all interested individuals and other Non-State Actors (NSAs) who/that have passion for Local Governance
- b. There shall be two categories of Memberships-i.e. Full Membership and Associate Membership
- c. New members shall be recommended and appointed by the majority of members present and voting

7.1 Full membership

Full membership is open to NSAs that share in the LOGNet's objectives

7.2 Associate membership

Associate membership is Open to Research and Training Institutions working on local governance and decentralization issues.

7.3 Rights and Responsibilities of Members

7.3.1 Full Members:

The rights and responsibilities of **Full Members** shall be:

- Looking and searching for, and receiving periodic information about the work of LOGNet
- Voting and been voted for
- Members shall renew their subscription annually by filling membership forms and paying dues
- Members shall consistently work and participate fully in LOGNet activities
- Members shall contribute resources (both human and financial) for the activities of the network
- Members shall provide basic information on its activities, especially those with implication for local governance
- No member shall engage or participate in or condone any act that may be detrimental to LOGNet and the laws of the land

7.3.2: Associate members

Associate members however have limited rights and responsibilities as follows:

- a. Can be observers at AGM
- b. Provide technical guidance when the need arises

ARTICLE EIGHT

Annual Subscriptions

8.1. All members shall pay such annual subscription as approved by the General Assembly

8.2. The subscriptions shall be due payable on admission into membership and thereafter on such other dates as determined by the General Assembly

ARTICLE NINE

Termination of Membership

9.1. Any member of LOGNet may withdraw its membership upon giving one month notice in writing to the National Steering Committee through the National Coordinator.

9.2. The National Steering Committee may withdraw membership of any member following one month notification period based on any or a combination of the following:

- a) If the member no longer meets the criteria for membership of the network
- b) If the member has failed to pay its agreed contribution towards the financing of the network after stipulated dates
- c) If in the opinion of the Steering Committee (SC) the continued membership of such a member-organization would be detrimental to the interest and image of the network or to the furtherance of its objectives

9.3. A member who has had its membership terminated by the NSC has the right of appeal to the General Assembly which will act as the final authority in the determination of membership

ARTICLE TEN

Structure of LOGNet:

The work of LOGNet shall be organized through the following structures and sub-structures:

- a) **The General Assembly (GA)**-made up of a delegation each from all member-organizations in good standing
- b) **Steering Committee(SC)**-made up of:
 - all elected officers
 - All ten (10) Regional Chairmen or Representatives,
- c) **National Secretariat**-composed of:
 - National Coordinator and supporting staff:
 - **Any other committees** which shall be formed when necessary

- d) **Branches (EGBs)**: LOGNet shall have:
 - i. **Regional Branches**
 - ii. **District Branches**

ARTICLE ELEVEN

The General Assembly

11.1 Composition And Authority Of The General Assembly

- a) There shall be a General Assembly composed of the total membership of LOGNet members in good standing
- b) The General Assembly shall be the supreme decision-making body of the network and its decisions shall be final
- c) The General Assembly shall consist of one representation of each member-organization

11.2. Functions of the General Assembly:

The General Assembly shall have the following functions among others:

- b) Approving the network's long or medium term strategic plans
- c) Considering and approving the annual plans, budgets and audited accounts
- d) Electing the National Council (NC) officers of LOGNet
- e) Considering appeals from decisions of the NC with respect to membership of the network
- f) Considering and approving the creation, location and closing of any of the Offices of the network including the Secretariat

11.3. Representation At The General Assembly

- (a) Each member-organization shall appoint one representative to attend meetings of the General Assembly

11.4. Meetings of The General Assembly:

- a. The General Assembly shall meet at least once a year at a place and date to be determined by the NSC. One of such meetings shall be the Annual General Meeting (AGM) to perform the functions stated in Article 11.2 of this Constitution. There shall be Extra-Ordinary Meetings where necessary
- b. The meetings of the General Assembly shall be presided over by the Chairperson of the Steering Committee of LOGNet
- c. All decisions shall be taken by a simple majority of member-organizations present
- d. Observers may be invited to attend meetings of the General Assembly with prior approval of the NC

11.5. Purpose of Annual General Meeting (AGM)

The annual general meeting shall be held for the following purposes:

- a. To review and appraise the activities and operations of LOGNet and its status
- b. To consider amends and/or approve the minutes of the previous Annual General meetings
- c. To consider the reports of the National Council
- d. To elect officers when elections are due
- e. To consider and approve the auditors accounts and estimates of income and expenditure for the ensuring year
- f. To approve the appointment of LOGNet's auditors recommended by the National Steering Committee
- g. To approve the policies, bye-laws and long and short term plans of LOGNet
- h. To consider and vote upon any amendments to the constitution where necessary
- i. To consider any motion which has been properly tabled before the AGM
- j. To consider the report of the National Coordinator
- k. Elections and other matters

11.6. Extra-ordinary General Meetings

Extra-ordinary general meetings may be called to discuss urgent matters relating to the affairs of LOGNet by:

- a. The National Council, with its own motion or upon receiving a written demand by one-third of the eligible, members of LOGNet
- b. The National Secretariat shall convene such a meeting within a period of fourteen (14) working days upon receipt of the motion.

11.7 Minutes Of Meetings

- a. The National Coordinator and staff shall take minutes of all meetings of LOGNet and are recorded and entered in hard and soft copy files
- b. Minutes shall be sent out to members one (1) month after the meeting. Any such minutes, shall be duly signed by the Chairperson

11.8. Quorum At Meetings

- a. Quorum at all Annual and Extraordinary General Meetings shall be two-thirds ($1/3$) of all registered members in good standing of LOGNet
- b. If a quorum is not reached or present at any general meeting, members present may constitute themselves into special committee(s) for deliberations which may be ratified by the next meeting

Article TWELVE

The Steering Committee (SC)

12.1: Composition of Steering Committee

- a. There shall be a governing body of the Network to be known as the Steering Committee (NC)
- b. The Steering Committee shall consist of the following
 - All elected officers
 - All Ten (10) Regional Chairmen or Representatives

- c. The Chairperson shall preside over Steering Committee meetings, or in his/her absence his/her deputy accordingly
- d. The National Secretariat shall arrange to record and keep all the minutes and proceedings of the Steering Committee meetings. The National Coordinator shall have no voting rights

12.2. Tenure of Office of Steering Committee

- The tenure of office of the members of the Steering Committee shall be three years
- Members are eligible to serve not more than two (2) consecutive terms in the same position

12.3. Functions of the Steering Committee:

The Steering Committee shall perform the following functions

- a. Implement programmes and policies of AGM
- b. Critically discuss all proposed programmes submitted by various Regions, Districts and Action Committees
- c. Ensure development of the following Action Policy Frameworks (APF) for approval by AGM
 - Human Resource Development Policy Framework (HRD-PF)
 - Procurement and Fundraising Policy Framework (PFP-F)
 - Public Engagements and Advocacy Policy Framework(PEAP-F)
 - Financial Management, Auditing and Accountability Policy Framework(F-MAAP-F)
 - Public Private Partnership Policy Framework (P₄F)
 - Standards and Ethics Policy Framework(SEP-F)
 - Strategic Planning Policy Framework(SPPF)

- d. Approve of the engagement of services of External Consultants to develop various Policy Frameworks, and to perform any other consultancy services in absence of internal consultancy capacities
- e. Mobilize funds for the running of LOGNet
- f. Appoint an External Auditor to audit the Accounts of LOGNet
- g. Shall have monitoring functions and roles over other sub-structures of LOGNet
- h. Handle all disciplinary matters
- i. Any other functions assigned by AGM

12.4 Functions of Core Elected Executive Members Of The National Steering Committee

12.4.1 The Chairperson

The **Chairman** of the NC performs the following functions:

- Setting the strategies and policies of LOGNet
- Ensuring that members fulfill their responsibilities for the governance of LOGNet
- Monitoring the implementation of decisions, programmes and activities of LOGNet
- Monitoring the implementation of rules, regulations and bye-laws of LOGNet
- Ensuring the execution of contracts, deeds, conveyances of real property and such other instruments and document of sensitive nature and those relating to policy and governance
- Planning the annual cycle of General Assembly and NSC meetings and set the agendas thereof in consultation with the National Coordinator
- The self-evaluation of NC's performance
- Convene and preside over the meetings of the NC and General Assembly meetings
- Where appropriate, represent LOGNet at functions and meetings and act as its spokesperson or appoint a spokesperson where appropriate
- Sit on appointments, appraisal and disciplinary panels for senior staff
- Perform all such duties as are deemed appropriate by virtue of the office of President

- Liaise with and act in consultation with the National Coordinator with a spirit of openness and frankness to keep an overview of LOGNet affairs and provide support as appropriate

12.4.2 The Vice Chairman

The Vice Chairman shall have the following roles:

- Perform all such appropriate duties as may be assigned or delegated by the Chairman
- Assume the functions and responsibilities of the Chairman in his/her absence accordingly

12.4.3 The National Treasurer

The National Treasurer shall oversee the financial affairs of LOGNet and ensure their proper management by ensuring that:

- LOGNet is financially viable and shall advise on the financial implications of LOGNet's strategic plans
- Proper financial records and procedures are maintained by the secretariat
- Plans are in place for the financial security and long-term sustainability of LOGNet
- Timely financial reports are presented to the NSC, NC and the General Assembly
- Proper accounting procedures and controls are in place regarding LOGNet's income, expenditures and securities and that all payments and expenditures are documentarily accounted for by way of cash receipts or otherwise
- LOGNet's annual accounts are promptly and professionally prepared and audited by competent auditors
- LOGNet's financial investments are consistent with the objectives of the network and meet any legal responsibilities

ARTICLE THIRTEEN

ELECTIONS

13.1 ELIGIBILITY TO CONTEST FOR NATIONAL POSITION

Eligibility to contest for the position of a National Core Executive Officers of the NC is open only to a member of an organization which is deemed an accredited member

13.2. Notification On Elections: The sitting NC shall four weeks before new elections of the incoming NC members request the Secretariat to give notice of the elections

13.3 Nomination Of Candidates For Elections Into National Council

(a) The sitting NC or the Interim Executive Officers shall put up a Notice of Election containing details as specified in Form 1 in Schedule One (1) to this Constitution

(b) The notice of Election shall be circulated to all members through the electronic communication medium

(c) Nomination Forms as containing the details as specified in Form 2 in the Schedule to this Constitution shall be filed electronically and returned to the Secretariat at least six (6) weeks before the election day

ARTICLE FOURTEEN

Resignation and Removal from Office

14.1. Resignation

(a) A member of the NC shall reserve the right to resign voluntarily from office upon submission of a written notice of thirty (30) days to the Chairperson of the NC

(b) In the event of the resignation of the Chairperson, the notice of resignation shall be sent directly to all members of the General Assembly through the National Coordinator

(c) It shall be mandatory for a member of the NC to relinquish office in the following situations:

- If the council member ceases to be a member of LOGNet
- If requested to do so in writing by not less than two-thirds of all the fully paid up members of LOGNet provided that there shall exist sufficient grounds in support thereof

(d) In the event of resignation from office by the entire NC, the National Coordinator shall immediately take charge of LOGNet's affairs for a period of not exceeding thirty (30) days. The National Coordinator shall then summon an extra-ordinary general meeting within twenty-one (21) days for the purpose of electing a new NC

14.2. Removal from Office

a. Any member of LOGNet may be removed from office if he/she is found:

- To have conducted himself/herself in a manner prejudicial or inimical to the best interest of the organization
- To be incapable of performing the functions of his/her office by reason of incapacity
- To have been judged by a court of competent jurisdiction to be guilty of a criminal offences including fraud or dishonesty

b). In the event of removal from office, member organization or individual may first seek redress by a petition to the Chairman of the General Assembly, or the Vice in the event that the petitioner is the Chairman

c. Removal of office of any person under clause "a" of this 16.2 above shall be done by:

- Approval by a simple majority of members in good standing present at a General Meeting convened by that purpose, and
- A proposal that states the grounds of conduct

ARTICLE FIFTEEN

The National Secretariat

15.1. The National Co-coordinator

- a. LOGNet shall have a secretariat, which shall be accountable to the Steering Committee
- b. The secretariat shall have a National Coordinator and any number of staff deemed necessary for the smooth running of the Network
- c. The Secretariat shall be headed by the National Coordinator
- d. The National Co-coordinator shall provide overall efficient management of the Secretariat within the framework of this Constitution, policies, decisions and directions of the SC and AGM

15.2. Functions of the Secretariat

The secretariat shall in consultation with the NSC perform the following functions:

- Be responsible for the day to day running, operations and management of the Network
- Prepare Annual the work plans of the Network
- Implement, coordinate and monitor the programmes and activities of the Network
- Raise funds for and on behalf of LOGNet within the approved policies
- Collaborate, network with, create and maintain close contacts with strategic allies, other appropriate networks, government offices, local governments, international networks and donors
- Initiate policy dialogue on developmental issues relating to the objectives and activities of LOGNet
- Carry out publications on relevant issues regarding LOGNet and for the benefit of the members
- Prepare the budgets of LOGNet and implement the same upon approval by the SC and AGM
- Implement policies and strategies geared towards mobilizing members and sustaining the membership
- Facilitate the activities of regional, district and structures of LOGNet

- Settle or adjust claims by or against not relating to policy and governance with the approval of the NC
- The secretariat shall perform any other functions as directed by the NC or in accordance with the powers vested in it by this constitution

ARTICLE SIXTEEN

Revenue and income

The income/revenue and property of LOGNet shall be used solely towards the promotion of the objectives of the organization and no portion thereof shall be paid or transferred directly or indirectly by way of dividends, bonus, or profit to any person who is a member of the organization, provided that:

- a. Nothing herein contained shall prevent the payment in good faith, of reasonable remuneration to any officer or member of the organization in return for any services actually rendered to the organization, or prevent any payment of interest at a rate not exceeding the prevailing bank rate on money lent, or reasonable and proper rent for premises let to LOGNet
- b. It is reasonable to make provision in LOGNet's budget for such payments, while considering the financial position of the organization
- c. *Banking Transactions:* LOGNet shall operate both general and project-specific accounts with Banks agreed by the SC, or an interim committee constituted for taking decisions on emergency financial issues. The following shall prevail:
 - The NC or in its place an adhoc committee duly constituted by the Chairman shall pass a resolution on opening of Bank Accounts for specific or general purposes
 - Signatories to the Bank Accounts: The following Officers of the SC shall be the signatories of all Bank Accounts: (1) The Chair person,(2)The National Co-coordinator and Any Two members of the SC resident in or around Accra for easy access.
 - Withdrawal of Funds From Accounts: The Chairperson/National Coordinator and any of the two shall be qualified to sign Cheques for withdrawal of funds from Accounts

ARTICLE SEVENTEEN

Finances

- a. LOGNet shall be financed through membership dues and grants from both local and external sources and surplus from any commercial venture
- b. All financial transactions shall be carried out in accordance with the internal financial policy manual to be developed

ARTICLE EIGHTEEN

Accounts and audits

- a. The Council shall cause proper books of accounts to be kept, and income and expenditure account and balance sheet to be prepared, audited and circulated to members in accordance with established procedures and practices
- b. The Council shall appoint Auditors qualified in accordance with standards established by the Institute of Chartered Accountants, Ghana and whose duties are regulated in accordance with established procedures and practices to audit the finances of LOGNet and report to the General Assembly
- c. In an addition to an annual audit, the accounts of LOGNet may be specifically audited whenever membership of the Council changes either by elections, dissolution or the appointment of an interim Management Committee

ARTICLE NINETEEN

Dissolution and winding up

- a. LOGNet may be wound up only by a special resolution supported by two-thirds (2/3) majority of paid-up member present and voting at a specially convened meeting for that purpose

- b. The property or liabilities of LOGNet after its official winding-up be transferred or maintained as determined by the resolution of the General Assembly prior to its dissolution
- c. Subject to clause (b) of this article, any assets of the organization may be donated to any voluntary charitable organization of choice. This shall be determined by ordinary resolution of the General Assembly prior to the dissolution of the Network

ARTICLE TWENTY

Office Imprest

The Secretariat shall operate an imprest account to facilitate the day to day administration of the Secretariat

ARTICLE TWENTY- ONE

Intellectual Properties

Intellectual property of individual members of groups of members shall be duly protected under the copyright laws of Ghana. However, where LOGNet commissions/contracts or employs any person or groups of persons to create a work, then the copyright in respect of that work shall be vested in LOGNet

ARTICLE TWENTY- TWO

Settlement of Disputes

Any dispute arising which LOGNet shall fail to resolve under the provision of this Constitution shall be resolved through alternative dispute resolution (ADR) or arbitration where necessary in accordance with the laws of Ghana governing arbitrations or ADR. Unless otherwise provided under the laws of Ghana governing arbitration, the NSC shall reserve the right to appoint or choose arbitrators or people to serve on the ADR from within LOGNet or external, in consultation with the parties involved in the dispute. The decision of the arbitrations on any matter before it shall be final

ARTICLE TWENTY-THREE

Rules and Regulations

The NC shall make such rules and regulations, which are not inconsistent with the provisions of this constitution, as may be expedient for governing LOGNet and conducting its affairs in accordance with its objectives. Such rules and regulations as made by the NC shall be subject to the final approval of the General Assembly.

ARTICLE TWENTY- FOUR

Transitional Provisions

The Steering Committee in existence before the coming into force of this amended Constitution will work together for two months in preparation to do the handing over.

ARTICLE TWENTY- FIVE

Miscellaneous

- (a) All matters which are not specifically provided for in this constitution shall be dealt with in accordance with the powers vested in the SC and the General Assembly

ARTICLE TWENTY-SIX

Interpretation

In this Constitution, except where the contrary mention appears:

- a. Members in good standing shall mean all paid-up members of LOGNet
- b. Extraordinary General Meetings means meetings of the General Assembly other than the Annual General Meetings
- c. Special resolution means a resolution by two-thirds of all members present and voting at a meeting of the General Assembly

ARTICLE TWENTY- SEVEN

Amendments

This constitution or any part thereof may be amended by the General Assembly upon passing a special resolution to that effect supported by two-thirds of the members present and voting. For the avoidance of doubt, the quorum for the meeting at which the motion for amendment is to be tabled shall not be less than two-thirds of all the paid up LOGNet members present. A notice for a motion to have the constitution amended shall be served on the Chairperson at least three (3) months before the meeting at which it is proposed to move the motion.

ARTICLE TWENTY- EIGHT

Approval of the Constitution

When the constitution is amended and approved at the General Meeting the signatories of the Chairperson, the National Coordinator and two members of the General Assembly shall attest to its approval.

Name
Dated
Signed:.....
(Chairperson)

Name
Dated
Signed
(National Co-coordinator)

Name
Dated
Signed:.....
(Member, SC)

Name
Dated
Singed.....
(Member, SC)

SCHEDULE ONE TO LOGNet CONSITUTION
FORM 1-NOTICE OF ELECTION

Take notice that elections into the Steering Committee of LOGNet shall be held at the next Annual General Meting of the General Assembly scheduled to take.....Details of the election are;

TIME:.....

PLACE:.....

DATE:.....

POSITIONS **UP** **FOR**
ELECTIONS.....

PLACE **FOR** **COLLECTION** **OF** **NOMINATION**
FORMS.....

.....
.....

NOMINATIONS SHALL BE FILED IN ELECTRONIC FORM AND RETURNED TO
THE **SECRETARIAT** **NOT** **LATER**
THAN.....

FORM 2-NOMINATION FORM

<u>NAME</u>	
<u>AGE</u>	
<u>SEX</u>	
<u>NAME OF ORGANIZATION</u>	
<u>EDUCATION(ATTACH A CV)</u>	
<u>OCCUPATION/POSITION</u>	
<u>PROPOSER</u> <u>Name:</u> <u>Organization:</u>	
<u>SECONDER</u> <u>Name:</u> <u>Organization:</u>	

Please take note that this form must be returned to the Secretariat at least six (6) weeks before the return date for the elections. Late nomination forms shall not be accepted

Signature.....

Date:.....

FROM 3-NOTICE OF NOMINATION

Take notice that the following have been nominated for elections into the National Council of LOGNet. Any relevant information on any of the nominees may be forwarded to the Secretariat not later than.....

NAMES OF NOMINEES	
ORGANIZATION	
PROPOSER Name: Organization:	
SECONDER: Name: Organization	

Signature:.....

Date:.....