



**YOUNG PROFESSIONALS FORUM-
ASSOCIATION OF CONSULTING
ENGINEERS OF KENYA
CONSTITUTION**

**Prepared by YPF –ACEK Interim
Committee
November 2014**

1 NAME

The name of the Association is **YOUNG PROFESSIONAL FORUM-ACEK**

2 ADMINISTRATIVE OFFICES

The administrative offices of the FORUM shall be centered in Nairobi, Republic of Kenya.

3 MEMBERSHIP

Membership to YPF is open to any registered graduate engineer and wishes to join a national network of similar professionals within the ACEK community and is below the age of 40 years.

The privileges of membership shall not be transferable or transmissible.

3.1 ANNUAL MEMBERSHIP SUBSCRIPTION

Every member of YPF-Kenya shall be required to pay an annual subscription fee of Kshs 3,500.

3.2 LIABILITY OF MEMBERS

The liability of the members is limited to the subscriptions payable in terms hereof.

3.3 ELECTION OF MEMBERS

Every person desirous of becoming a member of the YPF-Kenya shall make his/her application in writing according to such form as shall be approved by the Steering Committee from time to time. The application shall be accompanied by a non-refundable application fee which shall be fixed by the Council from time to time. On receipt of such application form and the application fee, the Secretary shall submit the application to a meeting of the Steering Committee, and if approved by the Steering Committee, the candidate shall be admitted as a member of YPF-ACEK.

4 LEADERSHIP

The YPF-ACEK shall be led by a team of Young Professionals, who are a fair representation of young Kenyan engineering professionals and who have the optimum balance of skills and experience to drive the committee forward.

The committee shall develop initiatives and programs to reach out to YPs. It shall be responsible for the ideas and solutions behind ACEK YP initiatives. The YPFSC shall regularly meet to review progress, identify new objectives, develop and execute programs to improve communications and participation from YPs.

The YPFSC shall be led by a Chairperson who will oversee the activities of the committee and should be a young Kenyan engineering professional. The Chairperson shall act as the coordinator between ACEK and the committee to ensure that ACEK YP's position are considered and represented when programs, objectives, and activities are developed. The Chair will organize and lead all meetings of the YPFSC or delegate this authority as may be required.

The Chairperson shall be supported by a Vice Chairperson, who will lead committee activities and meetings in the absence of the Chairperson. Additional Subcommittee Chairpersons may be nominated and named as required to support Steering

Committee objectives and goals.

4.1 Organizational structure

The forum shall consist of the Young Professional Forum Steering Committee (YPFSC) and the Young Professionals (YP's). The steering committee shall ensure that the objectives of the forum are implemented. YPFSC may identify additional roles and or subcommittees as and when required.

4.2 Functions of YPFSC:

The functions are to:

- Provide a direct link to ACEK and the various committees that operate under it;
- establish and coordinate the RCs;
- provide representation on the main ACEK council (chairperson);
- compile and distribute a quarterly newsletter;
- establish and maintain a YP database (Annexure B); and
- Consolidate and communicate the views, opinions and concerns of YP's to the relevant parties.

4.3 Composition of YPFSC

ACEK YPF shall establish a National YPFSC for a period of two years period consisting of:

- Chairperson
- Vice chairperson
- Treasurer,
- Secretary
- Vice Secretary
- Committee Members not more than 6 members

4.3.1 Chairperson will:

- be co-opted on the main ACEK Council;
- report back to Council on all YP related matters;
- be responsible for the establishment of regional branches throughout the Kenya
- assist ACEK and NC with YP related matters;
- Act as a ACEK YPF representative on the FIDIC-YPF Steering committee.
- adjudication of YP related competitions;
- assist and coordinate the RCs in YP matters; and
- arrange and chair the bimonthly meetings

4.3.2 Vice chairperson; whose tasks include:

- assist the chairperson in his/her duties;

- the collation and publication of the newsletter; and
- Keeping the YPF website updated.

4.3.3 Treasurer

The ACEK Treasurer and will:

- report quarterly on financial status to the ACEK YPFSC
- approve all payments to service providers; and
- Approve re-imbursements to YPs, via the ACEK YPF RC chairperson, for the execution of forum activities.

The Finance and Admin Manager of ACEK has the final say on all finances.

4.3.4 Secretary, whose tasks include.

- preparing and distributing minutes of National and Executive Committee meetings; and
- arranging logistics of National Committee meetings, including invites, list of attendees and
- Managing Communication on behalf of YPFSC.
- Managing YPFSC records

YPFSC Committee Members:

- be an active members of the YPFSC for the year of their term;
- be members of subcommittees

4.4 Administrative support

The ACEK YPF will be administratively assisted by ACEK, with regard to:

- i. invoicing and receipt of payments from sponsors;
- ii. payments to services providers;
- iii. arranging for printing and distribution of marketing materials; and
- iv. Arranging of website development and updating, as per ACEK YPF instructions.

5 ACEK YP Code of Conduct

All ACEK YPF YPs and committee members will adhere to the prevailing ACEK Code of Conduct.

6 Membership termination

6.1 Termination by ACEK YPFSC

- On expiry of two years term
- Upon achieving the age of 40years
- Upon written notification giving reasonable notice to allow for sufficient time for another member to take over his/her duties.

- substantially hindered the activities of the ACEK YPF;
- failed to comply with the ACEK and ECSA Code of Conduct; and
- Other reasons deemed reasonable by the ACEK YPFSC.

6.2 Termination by ACEK YP

- Upon achieving the age of 40 years
- substantially hindered the activities of the ACEK YPF;
- failed to comply with the ACEK and ECSA Code of Conduct; and
- Other reasons deemed reasonable by the ACEK YPFSC.

7 GENERAL MEETINGS

The YPF-ACEK shall hold its First General Meeting within 3 months after the adoption of the business plan and the constitution by ACEK thereafter, YPFSC shall specify the frequency based on the Forum's needs.

All General meetings, other than Annual General Meetings, shall be called Extraordinary General Meetings.

21 (twenty-one) days' notice at the least of every Annual General Meeting and of every meeting convened to pass a Special resolution and 14 (fourteen) days' notice at the least of every other General Meeting (exclusive in every case both of the day on which it is served or deemed to be served and of the day for which it is given), specifying the place, the day and the hour of that meeting, and in the case of special business the general nature of that business, shall be given in the manner hereinafter mentioned to such members as are under this constitution entitled to receive such notices from the Forum; but with the consent of all members entitled to receive notices thereof, a meeting may be convened by such notice as those members may think fit.

The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof, shall not invalidate any resolution passed or proceeding taking place at such meeting.

The following kinds of business shall be deemed to be special:-

- (i) All business transacted at an Extraordinary General Meeting;
- (ii) All business transacted at the Annual General Meeting with the exception of the consideration of the income and expenditure account and balance sheet and the reports of the Council and the election of members of the Forum.

7.1 PROCEEDINGS AT GENERAL MEETINGS

At every Annual General Meeting the Association shall:-

- Consider the accounts and balance sheet of the Forum, the report of the Auditors of the Association and any reports laid before it by the Council;
- No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Save as herein otherwise provided, 10 (ten) members present in person shall be a quorum.
- If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting, if convened on the requisition of members, shall

be dissolved. In any other case, it shall stand adjourned to the same day in the next week at the same time and place, or at such other place as the SC shall appoint, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting, the members present shall be a quorum

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- The Chairman of the Forum shall preside as Chairman at every General Meeting, but if there shall be no Chairman of the Association, or if at any meeting he shall not be present within 15 (fifteen) minutes after the time appointed for holding the same, or shall be unwilling to preside, the members present shall choose some member of the Council, or if no such member be present, or if all the members of the Council present decline to take the chair, they shall choose some member of the Association who shall be present to preside as Chairman.
- The Chairman of the meeting may, with the consent of any meeting at which a quorum is present (and shall, if so directed by the meeting) adjourn a meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting from which the adjournment took place, other than the business which might have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given in the same manner as of any original meeting. Save as aforesaid, the members shall not be entitled to any notice of an adjournment or of the business to be transacted at an adjourned meeting.
- At all General meetings a resolution put to the vote of the meeting shall be decided on show of hands, unless a secret ballot is, before or upon the declaration of the result of the show of hands, demanded by the Chairman of the meeting or by at least 3 (three) members present in person and entitled to vote, and unless a secret ballot be so demanded, a declaration by the Chairman of the meeting that a resolution has been carried, or carried unanimously or by a particular majority, and an entry to that effect in the Minutes if of the Association, shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favor of or against that resolution. The demand for a poll may be withdrawn.
- If a secret ballot be demanded in the manner aforesaid, it shall be taken at such time and place and in such manner as the Chairman of the meeting shall direct, and the result of the secret ballot shall be deemed to be the resolution of the meeting at which the secret ballot was demanded.
- No secret ballot shall be demanded on the election of a Chairperson of a meeting or any question of adjournment.
- In the case of an equality of votes, whether on a show of hands or on a secret ballot, the Chairman of the meeting shall be entitled to a second or casting vote.
- Any member entitled to be present and vote at a meeting may submit any resolution to any General Meeting PROVIDED THAT at least 6 (six) weeks in the case of an Annual General
- Meeting and two weeks in the case of any other General meeting, before the day appointed for the meeting he shall have served upon the Association a notice in writing signed by him containing the proposed resolution and stating his intention to submit the same.
- Upon a receipt of any such notice, Secretary shall include in the notice of the meeting notice that such resolution will be proposed.
- The demand of secret ballot shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a secret ballot has been

demanded.

- The Council may at any time take a postal vote on any matters relating to the affairs of the Association in such form and manner as it may prescribe.

7.2 VOTES OF MEMBERS

- Every member shall have one vote. A member who is unable to attend a General Meeting may appoint another member to cast his vote by proxy in such form and such manner as the SC may determine.
- No person other than a member duly registered, who shall have paid every subscription and other sum (if any) which shall be due and payable to the Association in respect of his membership, procurement or otherwise, shall be entitled to be present or to vote on any question at the General Meeting