

KEDASA CONSTITUTION

The Constitution of Kenyan Diaspora in South Africa

As amended by

The General Meeting of members held on 20 October 2018



KEDASA

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1. NAME OF THE ASSOCIATION

The Association shall be called KEDASA – Kenyan Diaspora in South Africa; herein referred to as "KEDASA", an acronym and pronounced as "KE-DA-SA" (hereinafter referred to as "the Organisation"/"KEDASA").

2. LOCATION

2.1. The Organisation shall be located at the following address:

20 Mustang Street Rhodesfield Kempton Park 1619

2.2. The Executive Committee of the Organisation may, on notice to all members, change the Organisation's address as and when necessary.

3. MISSION STATEMENT

The principal objective of KEDASA is to promote the collective interests of Kenyans in South Africa. The ancillary objective of the Organisation is to contribute to the socio-economic, cultural and political development of Kenyans, and Kenya as a country.

4. AIMS AND OBJECTIVES

4.1. KEDASA endeavours to get involved in the social, economic, cultural, political and educational issues that enhance the welfare of Kenyans in South Africa and in Kenya. Towards that end, KEDASA shall-

In the social arena:

4.1.1. Create a forum where Kenyans in South Africa can meet, discuss and undertake socialization activities common to them.

4.1.2. Provide hospitality for Kenyans visiting South Africa; making them feel at home away from home and where need be explore opportunities for such visits.

4.1.3. Assist fellow Kenyans to socially integrate in South Africa.

4.1.4. Provide support to fellow Kenyans in times of celebrations as well as misfortune.

4.1.5. Endeavour to play a positive role in social development of Kenyans in Kenya.



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In the economic arena:

- 4.1.6. Support Kenyans living in South Africa in their economic pursuits, be it in South Africa and/or in Kenya, or with like-minded South African partners or fellow Kenyans.
- 4.1.7. Provide advice and logistical support to interested Kenyans living in South Africa to integrate into the economic and employment related spheres in the country.
- 4.1.8. Endeavour to play a positive role in economic development of Kenyans in Kenya.

In the cultural arena:

- 4.1.9. Organize events with the aim of portraying the diversity and richness of Kenyan culture.
- 4.1.10. Support Kenyan artists living and performing in South Africa.
- 4.1.11. Promote Kenya's unique, picturesque and unparalleled richness in flora and fauna.

In the political arena:

- 4.1.12. Sustain a cordial relationship and partnership with the Kenyan High Commission in South Africa, in all matters of mutual interest and concern.
- 4.1.13. In consultation with the Kenyan High Commission, promote the rights of Kenyans in South Africa.
- 4.1.14. Provide a platform for Kenyans in South Africa to, positively and in the best way possible, participate in the political developments in Kenya (i.e. politics, governmental policies and practices), in as much as they affect the Kenyan society, both in South Africa and in Kenya.
- 4.1.15. Where need be and to the benefit of all Kenyans, embrace a common political stand, while at the same time recognizing and respecting the divergent opinions and views of Kenyans.

In the educational arena:

- 4.1.16. Provide advice and networking support to prospective Kenyans wishing to pursue education in South Africa.
- 4.1.17. Assist and provide social support to Kenyan students in South Africa.



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- 4.1.18. Create a forum for Kenyan students in the country to meet and share their experiences and challenges.
- 4.1.19. At least once a year, host an academic discussion forum where Masters and PhD students can share with fellow Kenyans and a larger audience, their academic research.
- 4.1.20. Endeavour to play a positive role in creating both an "educated" and a "learned" population in Kenya.
- 4.2. Pursuant to this Article, KEDASA shall endeavour to work together with other diaspora organisations within South Africa and the world at large, for the better realization of the Organisation's aims and objectives.

5. MEMBERSHIP

5.1. KEDASA has three main categories of membership:

5.1.1. Primary Members;

5.1.2. Corporate Members; and

5.1.3. Strategic Partners.

5.2. Primary Members

5.2.1. This category of membership is individual in nature and encompasses all Kenyan citizens living, working and studying in South Africa.

5.3. Corporate Members

5.3.1. Corporate members consist of:

5.3.1.1. Regional groups and associations of Kenyans in South Africa, that are non-profit in nature, whether incorporated or not.

5.3.2. Strategic Partners

5.3.2.1. These are organizations whose aims and objectives align with those of KEDASA. They include organisations or associations made up of migrants living in South Africa as well as global forums of a similar nature.

5.3.2.2. Corporate entities that support KEDASA in financial and other ways may, on application, be admitted as Strategic Partners.



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6. CONDITIONS OF MEMBERSHIP

- 6.1. Membership of KEDASA shall be free and voluntary.
- 6.2. Only “Primary Members”, as defined in Article 5.2 above shall participate in the constitutional affairs of KEDASA (e.g. meetings, elections, holding of office, etc).
- 6.3. With the exception of Primary members, the membership of other Corporate Members as well as the Strategic Partners shall be determined and approved by the Executive Committee.

7. EXECUTIVE COMMITTEE

- 7.1. A committee is hereby established known as the Executive Committee of KEDASA.
- 7.2. The Executive Committee shall be responsible for:
 - 7.2.1. The day-to-day affairs of the Organisation; and
- 7.3. The Executive Committee shall be composed of the following office bearers:
 - 7.3.1. The Chairperson;
 - 7.3.2. The Deputy Chairperson;
 - 7.3.3. The Secretary General;
 - 7.3.4. The Deputy Secretary General;
 - 7.3.5. The Treasurer;
 - 7.3.6. The Deputy Treasurer;
 - 7.3.7. The Public Relations and Marketing Coordinator;
 - 7.3.8. The Deputy Public Relations and Marketing Coordinator; and
 - 7.3.9. The Legal Advisor.

8. NATIONAL WORKING COMMITTEE

- 8.1. A committee is hereby established known as the National Working Committee.
- 8.2. The National Working Committee shall be responsible for:



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- 8.2.1. Receiving reports from the regions and groups and making decisions on matters arising from the regions and groups;
 - 8.2.2. Where necessary ratifying decisions made by the Executive Committee;
 - 8.2.3. Receiving, considering and approving applications for membership of the Organisation;
 - 8.2.4. Considering and making decisions of organisational importance in between the Annual General Meetings; and
- 8.3. The National Working Committee shall be composed of the following office bearers
- 8.3.1. Members of the Executive Committee;
 - 8.3.2. The Regional Chairperson for Gauteng Province;
 - 8.3.3. The Deputy Regional Chairperson for Gauteng Province;
 - 8.3.4. The Special Representative for Mayfair/Fordsburg in Gauteng Province;
 - 8.3.5. The Regional Chairperson for the Kwa-Zulu Natal Province;
 - 8.3.6. The Deputy Regional Chairperson for the Kwa-Zulu Natal Province;
 - 8.3.7. The Regional Chairperson for the North West Province;
 - 8.3.8. The Deputy Regional Chairperson for the North West Province;
 - 8.3.9. The Regional Chairperson for Mpumalanga Province;
 - 8.3.10. The Deputy Regional Chairperson for Mpumalanga Province;
 - 8.3.11. The Regional Chairperson for the Free State Province;
 - 8.3.12. The Deputy Regional Chairperson for the Free State Province;
 - 8.3.13. The Regional Chairperson for the Northern Cape Province;
 - 8.3.14. The Deputy Regional Chairperson for the Northern Cape Province;
 - 8.3.15. The Regional Chairperson for the Western Cape Province;
 - 8.3.16. The Deputy Regional Chairperson for the Western Cape Province;
 - 8.3.17. The Regional Chairperson for the Eastern Cape Province;



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- 8.3.18. The Deputy Regional Chairperson for the Eastern Cape Province;
 - 8.3.19. The Special Representative for Academia;
 - 8.3.20. The Special Representative for Students; and
 - 8.3.21. The Special Representative for Professionals and Diplomats.
- 8.4. The Leadership Structure of KEDASA is annexed herewith as Schedule 1 to this Constitution.
 - 8.5. Members of the Executive Committee shall perform their responsibilities voluntarily and shall not be paid a salary or honorarium.
 - 8.6. Where necessary, the Executive Committee may establish sub-committees in order to better implement the aims and objectives of KEDASA.
 - 8.7. The Executive Committee shall hold office for a period of two (2) years; its members shall be eligible for re-election.
 - 8.8. Only Primary Members of KEDASA shall be eligible for election or co-option, as the case may be, into the Executive Committee.

9. DUTIES OF EXECUTIVE COMMITTEE MEMBERS

9.1. The Chairperson

The Chairperson shall:

- 9.1.1. Provide leadership to KEDASA; motivate all members in achieving the aims and objectives of the Organisation; encourage active participation by officials and members alike; safeguard the image of KEDASA both internally and externally; and endeavour to develop KEDASA to greater heights of success.
- 9.1.2. Ensure that all KEDASA activities comply with, and are within the mandate of this Constitution.
- 9.1.3. Ensure good working relationships between the Executive Committee and KEDASA Members; and between KEDASA and other stakeholders, including the Corporate Members, Strategic Partners and the Kenyan High Commission in the South Africa.
- 9.1.4. Convene and chair KEDASA meetings.
- 9.1.5. Discharge any other functions as may be determined by the Executive Committee;



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9.2. The Deputy Chairperson

The Deputy Chairperson shall:

9.2.1. Perform all duties of the Chairperson, with full authority, during the absence or disability of the Chairperson; and

9.2.2. Discharge any other functions as may be determined by the Executive Committee.

9.3. The Secretary General

The Secretary General shall:

9.3.1. Host and be in-charge of the KEDASA Secretariat;

9.3.2. Be in charge of all organisational communications;

9.3.3. Plan, organize and prepare agendas and other necessary materials for all KEDASA meetings; and circulate the same to relevant parties accordingly;

9.3.4. Keep an accurate record of the proceedings of all meetings and activities of KEDASA; and circulate the same to all members;

9.3.5. Ensure effective communication and information dissemination within the Executive Committee on the one hand and KEDASA Members on the other;

9.3.6. Maintain an up-to-date computerized membership database, and distribute the relevant information to the Executive Committee and to KEDASA Members, as may be required from time to time;

9.3.7. In consultation with the Public Relations and Marketing Coordinator, recruit new members; and develop KEDASA promotional materials and information packages; and

9.3.8. Discharge any other functions as may be determined by the Executive Committee.



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9.4. The Deputy Secretary General

The Deputy Secretary General shall:

9.4.1. Perform all duties of the Secretary General, with full authority, during the absence or disability of the Secretary General; and

9.4.2. Discharge any other functions as may be determined by the Executive Committee.

9.5. The Treasurer

The Treasurer shall:

9.5.1. Safeguard KEDASA's finances, assets and liabilities;

9.5.2. With the guidance and advice of the Finance Committee, manage the day-to-day affairs of KEDASA's bank account;

9.5.3. Collect, on behalf of KEDASA, all the monies and payments that may be made in the name of, or (fundraising) activities associated with, KEDASA;

9.5.4. Maintain an accurate and up-to-date record(s) of all the financial transactions (income and expenditures; debits and credits) made by, for, or on behalf of KEDASA;

9.5.5. Provide professional advice and guidance on financial implications, viability and sustainability of KEDASA's activities; and by so doing ensure the most effective use of financial and other resources; and

9.5.6. Discharge any other functions as may be determined by the Finance Committee.

9.6. The Deputy Treasurer

The Deputy Treasurer shall:

9.6.1. Perform all duties of the Treasurer, with full authority, during the absence or disability of the Treasurer; and

9.6.2. Discharge any other functions as may be determined by the Executive Committee.

9.7. The Public Relations and Marketing Coordinator

The Public Relations and Marketing Coordinator shall:

9.7.1. Provide advice, plan and coordinate KEDASA's social and cultural activities;



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9.7.2. Be in-charge of all the public relations affairs of KEDASA, internally and externally; and in consultation with the Chairperson communicate with and to the general public on behalf of KEDASA.

9.7.3. In consultation with the Secretary, recruit new members; develop KEDASA promotional materials and information packages; and maintain and up-date KEDASA's website and related web pages.

9.7.4. Discharge any other functions as may be determined by the Executive Committee.

9.8. The Deputy Public Relations and Marketing Coordinator

The Deputy Public Relations and Marketing Coordinator shall:

9.8.1. Perform all duties of the Public Relations and Marketing Coordinator, with full authority, during the absence or disability of the Public Relations and Marketing Coordinator; and

9.8.2. Discharge any other functions as may be determined by the Executive Committee.

9.9. The Legal Advisor

The Legal Advisor shall:

9.9.1. Provide advice on all matters of legal importance to the organisation; and

9.9.2. Discharge any other functions of a legal nature as may be determined by the Executive Committee.

9.10. The Regional Chairpersons

The Regional Chairpersons shall:

9.10.1. Coordinate the activities of KEDASA in their respective regions;

9.10.2. Represent the interests of members of KEDASA living, working or studying in their respective provinces, in the Executive Committee; and

9.10.3. Discharge any other functions as may be determined by the Executive Committee.

9.11. The Deputy Regional Chairpersons

The Deputy Regional Chairpersons shall:



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9.11.1. Perform all duties of the Regional Chairpersons, as the case may be, with full authority, during the absence or disability of the Regional Chairpersons; and

9.11.2. Discharge any other functions as may be determined by the Executive Committee.

9.12. The Special Representatives

The Special Representatives shall:

9.12.1. Coordinate the activities of KEDASA in their respective fields or communities;

9.12.2. Represent the interests of members of KEDASA living, working or studying in their respective areas, in the Executive Committee; and

9.12.3. Discharge any other functions as may be determined by the Executive Committee.

10. RESIGNATION, INCAPACITATION AND REMOVAL OF EXECUTIVE COMMITTEE AND NATIONAL WORKING COMMITTEE MEMBERS FROM OFFICE

10.1. In the event of the resignation or incapacitation of the Chairperson, the Deputy Chairperson shall immediately assume the duties of the Chairperson.

10.2. The same arrangement as in paragraph 10.1 herein shall apply in the event of a similar vacancy in the office of the Secretary General, Treasurer, Public Relations and Marketing Coordinator and Regional Chairperson.

10.3. In the event of the resignation, incapacitation or death of any Executive Committee Member, or National Working Committee Member not mentioned in paragraphs 10.1 and 10.2 herein, the remaining Executive Committee Members, or National Committee Members, as the case may be, shall by a majority vote appoint a replacement from KEDASA's Primary Members.

10.4. An Executive Committee or National Working Committee Member who intends to resign shall give seven (7) days written notice to the Chairperson, to allow enough time for reconsideration and consultations.

10.5. If the Chairperson intends to resign, he or she shall present his or her letter of resignation to the Secretary, who in turn, shall immediately inform the other Executive Committee Members.

10.6. An Executive Committee or National Working Committee Member shall be removed from office with a majority vote (50%+1) of no confidence in such member by the members present; at the Annual General Meeting, or other meeting of members of



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KEDASA, called for the purpose of deliberating a member's membership of the Executive or National Working Committee.

10.7. An Executive or National Working Committee member who fails to attend three (3) consecutive meetings of the Executive or National Working Committee, without a written apology, shall automatically cease to be a member of the Executive or National Working Committee as the case may be. In such event, the member shall be replaced in terms of clause 10.3 herein.

10.8. An Executive or National Working Committee member who is out of the Republic of South Africa for a continuous period of 6 months shall automatically cease to be a member of the Executive or National Working Committee as the case may be. In such event, the member shall be replaced in terms of clause 10.3 herein .

11. MEETINGS

11.1. Annual General Meeting

11.1.1. The Annual General Meeting (AGM) shall be held once every year;

11.1.2. The date, time and venue of such meeting shall be decided by the Executive Committee;

11.1.3. the Secretary General shall send a reminder of the AGM to all members at least 60 calendar days before the date of the meeting;

11.1.4. The AGM shall be chaired by the Chairperson. In the absence of the Chairperson, the meeting shall be chaired by the Deputy Chairperson. In the absence of both the Chairperson and the Deputy Chairperson, the meeting shall elect one of its members for purposes of chairing;

11.1.5. The Secretary General shall be responsible for the preparation and reading of the agenda of the AGM;

11.1.6. During the AGM, the following officials shall deliver their annual reports: the Chairperson, the Secretary General, the Treasurer and the Regional Chairpersons;

11.1.7. Any motions for discussion must be submitted, in writing, to the Secretary General so as to reach the Secretariat not less than seven (7) days before the date of the AGM;

11.1.8. If a properly summoned AGM is not quorate, the meeting shall be postponed for a period of not less than thirty (30) days and not more than sixty (60) days. At such subsequent meeting, the members present shall constitute a quorum. Notice of



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such subsequent meeting shall be sent to all members of the Organisation at least fourteen (14) days before the date of the meeting;

11.1.9. Subject to clauses 10.6 and 15.2 of this Constitution, all motions of the AGM shall require a simple majority vote of the members present; and

11.1.10. The AGM shall be the highest decision making body of KEDASA.

11.2. Executive Committee Meetings

11.2.1. The Executive Committee shall meet on a quarterly basis to deliberate on KEDASA's activities; and

11.2.2. All members of the Executive Committee are obliged to attend Executive Committee meetings.

11.3. National Working Committee Meetings

11.3.1. The National Working Committee shall meet on a bi-annual basis to deliberate on KEDASA's activities; and

11.3.2. All members of the National Working Committee are obliged to attend National Working Committee meetings.

11.4. Other Meetings

11.4.1. Whenever the need arises, the Executive Committee may summon members to an emergency or extra-ordinary meeting;

11.4.2. Whenever the need arises, the Executive Committee may meet to deliberate any matter;

11.4.3. The Chairperson, or in his or her absence, the Deputy Chairperson, or in their absence a person elected for such purpose, shall chair such Other Meeting; and

11.4.4. Subject to clauses 15.2 and 16.3 below, all decisions of the Annual General Meeting, Executive Committee Meeting, National Working Committee Meeting or Other Meetings shall be by simple majority vote (50%+1) of the members present.

12. QUORUM FOR MEETINGS

12.1. A quorum for the AGM shall be twenty-five percent (25%) of all members of the Organisation



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12.2. A quorum for the Executive Committee or National Working Committee Meeting shall be one third (1/3) of all Committee members.

12.3. A quorum for any Other Meeting shall be decided by the Executive Committee.

13. ELECTIONS

13.1. Election of Executive Committee and National Committee members shall be held once every two (2) years, and shall coincide with the AGM of that year.

13.2. Unless otherwise determined, any Primary Member of KEDASA can contest for any elective office in the Organisation. Corporate Members and Strategic Partners are not eligible to contest for any elective office in KEDASA.

13.3. The outgoing officials shall be eligible for re-election, however, no official shall be eligible for re-election into the same office for more than two (2) consecutive terms.

13.4. Members are free to propose and second candidates on the floor during the day of the election.

13.5. Elections shall be presided over by an independent person who shall be agreed upon by the Executive Committee. Such person shall act as the Returning Officer.

13.6. Voting shall be by way of secret ballot, and the candidate with the most votes shall be declared the winner.

13.7. Where only one person is nominated for a particular position, such person shall be declared as the winner and no voting shall take place for that position.

13.8. The election logistics, process and other related procedures shall be determined by the Returning Officer.

13.9. All elections disputes shall be referred to an independent body with demonstrable experience of electoral processes and procedures, for resolution.

14. FINANCES AND FINANCIAL MANAGEMENT

14.1. Finance Committee

14.1.1. There is hereby established a committee to be known as the Finance Committee.

14.1.2. The Finance Committee shall be a sub-committee of the Executive Committee and shall consist of:



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- 14.1.2.1. The Chairperson;
- 14.1.2.2. The Deputy Chair-person;
- 14.1.2.3. The Treasurer;
- 14.1.2.4. The Deputy Treasurer;
- 14.1.2.5. The Secretary General; and
- 14.1.2.6. One other person nominated for that purpose by the National Working Committee.

14.1.3. The Finance Committee shall be responsible for:

- 14.1.3.1. Formulating the Organisation's financial policies including a financial plan, a fundraising plan and a financial risk management plan;
- 14.1.3.2. Advising the Executive Committee on all matters relating to the Organisation's finances; and
- 14.1.3.3. Advising and/or where necessary assisting the Treasurer to ensure that the Organisation's finances are managed in a diligent and accountable manner.

14.1.4. All policies formulated by the Finance Committee must be submitted to the Executive Committee for consideration and approval before they are implemented.

14.2. Management of Finances

- 14.2.1. The Finance Committee shall open an account in the name of KEDASA, with an institution registered as a bank in terms of the Banks Act, 1990 (Act 94 of 1990).
- 14.2.2. All funds generated by or in the name of the Organisation shall be placed in Organisation's bank account.
- 14.2.3. The signatories to the Organisation's bank account shall be the Chairperson of KEDASA, Secretary General, the Treasurer, and one other member of the Finance Committee.
- 14.2.4. All transactions relating to the bank account shall require the signatures of any three of the four signatories mentioned in paragraph 14.2.3 herein.
- 14.2.5. All withdrawals from the bank account must be approved by the Finance Committee.



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14.2.6. Proper books of account and an inventory of assets or other property held by KEDASA shall be kept, and a report of KEDASA’s activities, including a simple sheet of accounts and inventory shall be submitted to all members at least once a year during the Annual General Meeting.

15. AMENDMENT OF THE CONSTITUTION

- 15.1. This Constitution may be amended only at the Annual General Meeting of the Organisation;
- 15.2. An amendment may be effected only with the supporting vote of at least two-thirds of all members present; and
- 15.3. The Executive Committee and the National Working Committee may not of their own accord amend this Constitution.

16. DISSOLUTION

- 16.1. A motion to dissolve KEDASA shall be directed to the Executive Committee with a list of names and signatures of at least two-thirds of KEDASA members.
- 16.2. The Executive Committee shall then convene an Extra-Ordinary Special Meeting of all KEDASA members to discuss the proposal to dissolve the Organisation.
- 16.3. A decision for the dissolution of the Organisation may be effected only with the supporting vote of at least two-thirds of all members present.
- 16.4. Upon dissolution, any asset remaining after all the Organisation’s liabilities have been met, shall be transferred to another non-profit organisation having similar objectives as KEDASA.

Godfrey Kamatu
(Chairman).....

Isaac Githinji
(Secretary Genera).....

Peter Njuguna
(Treasurer).....