

# CONSTITUTION FOR GHANA ASSOCIATION OF FOOD SCIENTISTS AND TECHNOLOGISTS

## PREAMBLE

We, Food Scientists, Food Technologists, Post-harvest Technologists and Food Engineers in Ghana, realise the need to unite as a progressive organisation because we share professional expertise and knowledge. We believe a coordinating body is necessary for food systems dialogues in Ghana. Therefore, we hereby establish and ordain this Constitution for the Association.

## ARTICLE 1

### NAME OF THE ASSOCIATION

The name of the Association shall be “Ghana Association of Food Scientists and Technologists”, abbreviated to as “GhAFoST” and hereinafter shall be referred to as “Association”

## ARTICLE TWO

### AIM AND OBJECTIVES

#### 1. Aim

GhAFoST is not for monetary purposes but a non-profit organisation for Food Science and Technology professionals with the aim of providing opportunities for the dissemination and exchange of knowledge and experiences primarily among professionals of Food Science and Technology and also among the public and society at large.

#### 2. Objectives

The objectives of the Association shall be to:

- a) Advance the knowledge, research and development in Food Science and Technology.
- b) Promote the dissemination of knowledge and information on Food Science and Technology.
- c) Encourage and assist in educational activities concerning Food Science and Technology and related fields.

- d) Promote among its members a high standard of technical proficiency, professional expertise and personal integrity to elevate the profession of Food Science and Technology.
- e) Foster sustainable relationships between academia and the Ghana food industries/manufacturing companies.
- f) Help formulate national policies in Food Science and Technology;
- g) Co-operate with all organisations and groups having the same or similar objectives.

### ARTICLE THREE

#### LEGAL PERSONA

The Association in its name shall be capable of suing and being sued and acquiring, holding and alienating property, both movable and immovable. All proceedings brought by, or against, the Association shall be brought in the name of the Association and the Council shall have the power to delegate to one or more of its officers or members full power and authority to bring or defend such proceedings and to sign all necessary documents.

### ARTICLE FOUR

#### MEMBERSHIP

- a) A member shall be deemed to be registered upon the acceptance of his/her registration form after due payment of the prescribed fees to be determined by The Association at a General Meeting.
- b) A member who has completed all the necessary membership registration formalities shall be issued a membership card and a certificate specifying his/her membership category.
- c) The membership of the Association shall consist of the following categories:
  - i. **Life Members** – A retired Food Scientist and Technologist or Member who has paid his/her dues 20 years in advance,
  - ii. **Professional Members** – working with Food Science and Technology qualification (or other related qualification acceptable to Council) in academia, research and industry,
  - iii. **Associate/Affiliate Members** – An interested individual in Food Science and Technology but not in a position to be Professional Member (e.g., Unemployed graduate or service person), as well as those with non-Food Science and Technology background,
  - iv. **Honorary Members** – Distinguished benefactors to the Association,
  - v. **Student Members** – Evidence of studentship in a Tertiary Institution in Food Science and Technology (or other related qualification acceptable to the Council).

- vi. **Institution Members** – E.g., Ghana Standards Authority, Food and Drugs Authority, Research Institutions/Universities, among others.
- vii. **Corporate Members** – Food Industries or other related Organisations,
- viii. **Patrons** - Distinguished professionals in Food Science and Technology (or other related qualification acceptable to Council) invited to serve in that capacity by the General Assembly.

## **ARTICLE FIVE**

### **RIGHTS AND PRIVILEGES OF MEMBERS**

- a) Members of all categories shall have the right to attend meetings of the Association.
- b) Only Professional and Life Members may vote in the election of officers of the Association. However, a member whose membership has been suspended or revoked shall automatically lose his/her voting right.
- c) Only Professional and Life Members shall be eligible to serve as officers or members of the National and Branch Executive Committees.
- d) Professional, Life, Honorary and Corporate members shall receive such publications as the National Executive Committee may approve.
- e) The rights bestowed to any member of GhAFoST by this Constitution, may be suspended or revoked by a decision of the Council in the event of:
  - i. That Member who does not fulfil his/her obligations regarding payment of their subscriptions in arrears of a year.
  - ii. Misconduct themselves in a manner that brings dishonour to the Association.
  - iii. Exhibits gross non-professionalism in the line of duty as a Food Scientist or Technologist
  - iv. Any member who acts in any way prejudicial to the interest of the Association shall, after due consideration by the Council, have his membership withdrawn through a General Meeting.

## **ARTICLE SIX**

### **THE SECRETARIAT**

- a) The head office of the Association shall be located in Kumasi, Ghana and shall have a permanent postal address.
- b) The head office shall be the Association's permanent secretariat and, in that capacity, fulfil all tasks assigned to it by the General Assembly, per the general policies laid down by the Association.
- c) The Association shall have a permanent Bank Account.

## **ARTICLE SEVEN**

### **MANAGEMENT & ORGANISATION**

#### **1. OFFICERS**

Officers of the Association shall be Professional or Life Members and shall be comprised of the following, all in honorary positions:

- a) Honorary President
- b) Honorary Vice President
- c) Honorary General Secretary
- d) Honorary Organizing Secretary
- e) Honorary Financial Secretary

#### **2. COUNCIL**

GhAFoST shall have a total council membership of Nine (9):

- a) All Officers
- b) The Immediate Past-President
- c) One Representative from Registered Institutions who is not (a) and (b) above
- d) One Representative from Corporate Bodies who is not (a), (b) and (c) above
- e) One Student Representative from Student Associations

#### **3. GENERAL ASSEMBLY**

The General Assembly shall:

- a) Be made up of the entire membership of the Association
- b) Be the highest decision-making body of the Association.
- c) Determine the general policies of the Association.
- d) Set out general policy directives to be executed by the Council.
- e) Elect the officers and Council members of the Association.
- f) Direct the Council to undertake any other tasks in line with the aim and objectives of the Association.
- f) Make decisions, resolutions and recommendations by the General Assembly shall be by consensus or otherwise by a simple majority of members present and with voting right.

#### **4. BRANCHES**

Regional branches shall be established subject to approval by the General Assembly. A Regional Branch shall be made up of at least 50 Full Members. Every new regional branch may draw up and adopt a by-law, the spirit of which shall conform with this Constitution. The by-law shall be approved by the Council of GhAFoST, before it becomes operational.

## **ARTICLE EIGHT**

### **POWERS OF THE COUNCIL**

The Council shall:

- a) Ensure the attainment of the aim and objectives of GhAFoST.
- b) Appoint sub-committees with appropriate terms of reference as and when the need arises.
- c) Co-opt any member(s) to attend Council meetings, but such Member (s) shall not have the right to vote.
- d) The Council shall not enter into any commitment for which a provision has not been made in the budget.
- e) The Council shall constitute an Adhoc committee as and when necessary to enable it to achieve the aim and objectives of the Association.

## **ARTICLE NINE**

### **FUNCTIONS OF OFFICERS**

#### **1. HONORARY PRESIDENT**

He/she shall:

- a) Chair over all General Assembly meetings of the Association.
- b) Be responsible for the proper conduct of business at such meetings.
- c) Supervise all officers and ensure that they execute their duties satisfactorily.
- d) Be empowered to assign specific duties to any Officer or Member of the Association.
- e) Be a signatory to the Association's bank account(s).
- f) Present a yearly report and audited statement of account of the Association.
- g) Be the spending officer of the Association in consultation with the General Secretary and financial secretary.
- h) Supervise and conduct any election of the Association.
- i) Be the spokesperson of the Association and shall represent the Association at all official meetings that require the attendance of the Association.
- j) Present a written report on their tenure of office to the General Assembly.
- k) Perform any other duties that may be inferred from the business of the Association.

#### **2. HONORARY VICE PRESIDENT**

He/she shall:

- a) Assist the President and act in his/her absence.
- b) Be a signatory to the Association's bank account(s).
- c) Perform any other duties that may be assigned to them from time to time by the President and/or the Association.

### 3. HONORARY GENERAL SECRETARY

He/she shall:

- a) Take accurate minutes/records of all meetings of the Association.
- b) Be responsible for keeping and maintaining all the records and documents of the Association
- c) Be a signatory to all statements issued in the name of the Association.
- d) Convene, issue notices and agenda to all Officers, General and Emergency meetings in consultation with the President.
- e) Deal with all correspondence of the Association.
- f) Keep a register of all members with their contact details
- g) Perform any other duties that may be assigned to him/her from time to time by the President and/or the Association.

### 4. HONORARY FINANCIAL SECRETARY

He/she shall:

- a) Be in charge of the finances of the Association.
- b) Keep and maintain proper accounts and accurate records of the finances of the Association.
- c) Receive donations, levies, contributions, and other monies from members as and when they become due and payable to the Association and deposit same in the account of the Association within three (3) working days.
- d) Issue receipts for all payments received on behalf of the Society.
- e) Be a signatory to the Association's bank account(s).
- f) Make payments on behalf of the Association, with prior approval of the President.
- g) Keep Assets Register.
- h) Perform any other duties that may be assigned to him/her from time to time by the President and/or the Association.
- i) The Financial Secretary shall be elected from where the secretariat is.

### 5. HONORARY ORGANISING SECRETARY

He/she shall:

- a) Be responsible for a vibrant link between leadership and the entire membership
- b) Be responsible for projecting the image of the Association.
- c) Ensure the proper execution of all planned activities of the Association.
- d) Perform any other duties that may be assigned to him/her from time to time by the President and/or the Association.

## **ARTICLE TEN**

### **MEETINGS**

#### **1. Council Meetings**

- a) The Immediate Past President shall chair the Council meetings as the Council Chair
- b) The Council shall meet at least twice a year to discuss issues concerning the Association and set the agenda for General Assembly meetings.
- c) It shall be the duty of the Council Chair to convene a Council meeting at least twice a year but not more than four times a year.
- d) The Agenda for the Council Meeting shall be made available to each Member at least two weeks before the meeting.
- e) Decisions and agenda setting at Council meetings shall be by consensus.
- f) When there is any problem or disagreement within the Council at their meeting, they are to refer the matter to a General Assembly which is the highest decision-making body of the Association.

#### **2. Biennial General Meetings**

- a) The Association shall hold Biennial Scientific and General Meetings at a time and place the Council decides, at which officers shall be elected for the subsequent two years.
- b) At each Biennial General Meeting, the President's report and audited financial statement for the preceding two years shall be presented, and any other business relevant to the management of the Association shall be considered.
- c) The Agenda for all General meetings shall be disseminated to all members of the Association at least one (1) month before the meeting.
- d) The President, acting in consultation with the Council, may organise an emergency meeting when necessary, subject to reasonable notice to all members.
- e) Voting at all General meetings shall be by secret vote unless otherwise determined by members, and all issues shall be decided by a simple majority of members present and voting. However, in the event of a tie, the President shall have a casting vote.
- f) All General meetings shall be held per the standard rules of procedure at meetings and in accord with this Constitution.
- g) The Association may set up subcommittees at any General meeting to deal with any matter or issue as the Association may deem fit.
- h) Corporate Members shall have the opportunity to exhibit their research or products at such meetings.

#### **3 Extraordinary General Meetings**

An extraordinary general meeting of the Association shall be convened by the Council itself or upon a written request from 1/3 or more Voting Members, stating the purpose of such a meeting. All members shall be notified of the meeting and the purpose of such a meeting. All

members shall be notified of the meeting and its purpose at least 14 working days before the meeting. Voting Members, 2/3 shall constitute a quorum. Should a quorum not be present at the first meeting, a second meeting shall be arranged within 21 days of the first. The Members present shall constitute a quorum. No business shall be discussed besides that for which the meeting has been called.

## **ARTICLE ELEVEN**

### **QUORUM**

- a) The quorum for all Council meetings shall be five (5) members, including the Council Chair and/or the Secretary.
- b) The quorum for all General Meetings shall be one-third of its membership.
- c) For Extraordinary Meetings, two-thirds Voting Members shall constitute a quorum. Should a quorum not be present at the first meeting, a second meeting shall be arranged within 21 days of the first: The Members present shall constitute a quorum.

## **ARTICLE TWELVE**

### **FINANCIAL CONTRIBUTIONS**

- a) Every Member shall pay annual dues that the General Meeting shall determine.
- b) The Association may accept donations or undertake any paid activity for purposes which are consistent with the objectives of GhAFoST.
- c) Annual dues and contributions shall be paid to the Financial Secretary or the Association's bank account. Receipts for such transactions shall be maintained

## **ARTICLE THIRTEEN**

### **ELECTIONS**

1. Conduct of General Elections and Handing Over
  - a) The Association shall be elected all Officers to serve a two-year tenure. Officers shall be eligible for re-election to same office for a maximum of two terms.
  - b) Nominations for each position shall be opened for a (1) month, except in the case of bye-elections.
  - c) A Voting Member and a Seconder shall propose a candidate for election to any office.
  - d) The President shall form a committee to be in charge of the vetting and conduct of the elections.
  - e) Names of eligible candidates shall be published a (1) month to the election.
  - f) Officers' election shall occur at a General Assembly Meeting of the Association.
  - g) The candidate who receives the majority votes for each substantive office shall be duly elected.
  - h) In the event of a tie, fresh election shall be conducted on the same day to break the tie.
  - i) Handing over shall be done on a date set by the General Meeting.



## 2. Vacancy

An office shall be vacant:

- a) On resignation
- b) If an officer or Council member absents themselves from three (3) consecutive meetings without reasonable explanation as determined by the Council, shall automatically cease to be an Officer or Member of the Council
- c) On removal from office
- d) Death
- e) Expiry of term
- f) Incapacity

## 3. Conduct of Bye-Election

- a) Any vacant office shall be filled by a bye-election called for that purpose at the next general or emergency meeting.
- b) Any elected member shall complete the unexpired term of the former Officer and be eligible for re-election for a full term to any office.
- c) Bye-election shall be conducted within three months for every vacant position.

## **ARTICLE FOURTEEN**

### **REMOVAL OF AN EXECUTIVE OFFICER**

- a) An elected Officer shall be removed from office on the passing of a vote of no confidence by at least two-thirds (2/3) of members of the Association present and voting at a meeting specifically called for that purpose.
- b) The Officer shall have the right to be heard by members at the Extraordinary General Meeting or Biennial General Meeting.
- c) If an Officer is tabled for a vote of no confidence and he/she refuses to present himself/herself at a legally constituted Extraordinary General Meeting or Biennial General Meeting (for which he/she has been invited) to answer for the charge(s) preferred against him/her, the vote will go ahead.

## **ARTICLE FIFTEEN**

### **IMPEACHMENT**

Any member may initiate officer removal by the following procedure.

- a) Petition the President with the signatures of 1/3 of all voting members petition should state the reason(s) for removal
- b) The President shall then notify Council and call for a removal vote within 14 days of filing the petition.

- c) Memberships shall be notified at least one (1) week before removal vote meeting
- d) At the meeting for removal, the petition stated grievances shall be made public, and the Officer charged shall be allowed to respond to the charges of the petition
- e) Removal from office shall require a vote of 2/3 of all voting members.

## **ARTICLE SIXTEEN**

### **AMENDMENTS**

- a) Any member may propose amendments to the Constitution by submitting them in writing to the President at least 30 days before the date of the next announced General Assembly Meeting.
- b) The President shall notify all members, at least 14 days before the General Assembly Meeting, that the proposed amendments will be open for discussion at that meeting.
- c) Upon an affirmative majority vote of the members present, such proposed amendment(s) shall within 14 days, be submitted to the entire membership of GhAFoST by the President.

## **ARTICLE SEVENTEEN**

### **DISSOLUTION AND RESIDUAL PROPERTY**

#### 1. Dissolution:

GhAFoST shall be dissolved if a resolution to that effect is passed at a General Assembly Meeting specially convened for the purpose by at least two-thirds ( $\frac{2}{3}$ ) of the membership number who are entitled to vote.

#### 2. Residual property

Upon dissolution of GhAFoST after payment of all liabilities and debts, if there remains any property whatsoever, the same shall not be distributed among members but given or transferred to another with objectives similar to that of the Association. This shall be determined by voting on a resolution supported by three-fourth of the members of the GhAFoST, or in default thereof, by an appropriate court of law.

## **ARTICLE EIGHTEEN**

### **LEGAL ADVISOR**

The Association shall seek a Legal Advisor's services as and when the need arises. Such personality will represent the Association on any legal matters

**ARTICLE NINETEEN**

**ADOPTION OF CONSTITUTION**

This Constitution was unanimously adopted by the members of the Association on the **26<sup>th</sup> of October 2022.**

**ARTICLE TWENTY**

**COMMENCEMENT**

This Constitution shall come into force on **26<sup>th</sup> October 2022.**

**ARTICLE TWENTY-ONE**

**AMENDMENT OF CONSTITUTION**

The Constitution shall be reviewed after two (2) years of ratification at a GhAFoST General Meeting. This Constitution is subject to amendment every five (5) years following a proposal from the General Meeting.

**SCHEDULE**

**Office holders Oath**

I ..... having been elected to the office of the ..... in the name of the Almighty God swear/solemnly affirm that, I will be faithful and truthful to GhAFoST.

I will at all times preserve, protect and defend the Constitution of the Association and that I dedicate myself to the service and well-being of the members of the Association so help me God