

THE REPUBLIC OF SOUTH SUDAN
THE NON GOVERNMENTAL ORGANIZATION ACT, 2016
OF THE LAWS OF SOUTH SUDAN

THE CONSTITUTION
OF
INITIATIVE FOR LEGAL AID (ILA)



REGISTERED THIS DAY OF 2021

Drafted by:

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PREAMBLE:

We, the members of "INITIATIVE FOR LEGAL AID (ILA)" with a vision of bringing our people together and uniting ourselves with a concerted effort of promoting and fostering Justice & development in the area;

Aware that we are bound by common ties of an ancestral origin, cultural heritage, customs, history, and geographical boundaries;

Motivated to set up an organized body to carry out developmental duties based on the major activities of the people in the community and to other parts of South Sudan, and the need to develop and support the community development and aid projects in order to cope up with actual needs, demands and challenges facing our people;

Committed to working hard towards the improvement of the human rights of our people in South Sudan through a joint participation; and

Acknowledging that our participation through a unified and single Organization, and realizing that the legal rights of our people can only be achieved and realized through the formation of an Organization and having a Constitution;

Aware of the need to promote unity amongst the people of South Sudan and peaceful co-existence with neighboring communities

Considering the need to establish and promote among the people the principles of equality, equity, gender balance and respect of all the rights and freedoms of the members of the community;

Recognizing our role to motivate our people towards the goal of attaining development through self-reliance, perseverance and dedication and uniting ourselves with a concerted effort of protecting our rights and uplifting our standard of living;

Committed to working hard toward the improvement of the Access Justice of our people through a joint participation; and

Acknowledging that our participation through a unified and single Organization, and realizing that the developmental needs of our people can be achieved and realized through the formation of an Organization and a Constitution;

DO HEREBY adopt, enact and give to ourselves this Constitution of the INITIATIVE FOR LEGAL AID as our guiding principles and to be the terms of reference of our general consensus, in the pursuit of socio-economic and cultural welfare and needs of our community, this ____ day of _____ in the year two thousand and Twenty One.

CHAPTER ONE PRELIMINARY PROVISIONS

ARTICLE 1: INTERPRETATIONS

- a) **'Aspirations'** shall refer to the vision, mission, goals and objectives of the Organization.
- b) **'Organization'** shall mean Organization and shall refer to **INITIATIVE FOR LEGAL AID (ILA)**, unless specifically mentioned.
- c) **'Board of Directors'** shall refer to the head and administrative body of the Organization.
- d) **'Chairperson'** shall refer to the head of the Organization.
- e) **'Executive Board'** shall mean the technical and management body of the Organization.
- f) **'ILA'** shall mean **INITIATIVE FOR LEGAL AID**.
- g) **'Human rights'** includes all individuals' rights, whether civil, political, social, economic or cultural which guaranteed or protected by the Transitional Constitution of the Republic of South Sudan and other international legal frame works.
- h) **'Rule of law'** refers to a principle of governance in which all persons, institutions and entities, public and private, including the State itself, are accountable to laws that are publicly promulgated, equally enforced and independently adjudicated, and which are consistent with international human rights norms and standards."
- i) **'Organized Violence'** means the inter-human infliction of significant avoidable pain and suffering by an organized group according to a declared or implied strategy and/ or system or system of ideas and attitudes. It comprises any violent action which is unacceptable by general human standards and relates to the victim's mental and physical well-being.
- j) **'Member'** shall mean a person who fulfills the requirements of this constitution and duly registered.
- k) **'Register of Members'** shall refer to the book or any other equipment for recording and keeping registration details of members of the Organization.
- l) **'Regulations'** shall mean the standards, policies and operational procedures of the organization.

- m) 'Rules' shall refer to the Laws and code of conducts of the Organization.
- n) 'Seal' shall refer to the Common Seal of the Organization.
- o) Word signifying masculine gender includes the feminine gender and vice versa.
- p) Word signifying the singular includes the plural and vice versa.

CHAPTER TWO

THE NATURE OF THE ORGANISATION:

ARTICLE 2: NATURE AND PURPOSE OF THE ORGANISATION:

1. The Name and Acronym of the Organization:

The name of the Organization shall be "INITIATIVE FOR LEGAL AID", and 'ILA' shall be its acronym.

2. The Office of the Organization

The office of the Organization shall be located in Juba, the capital city of South Sudan, with a coordination office in all the states of South Sudan.

3. The Goals of the Organization:

The Organization and its members shall work:

- a) To promote and increase community Access to Justice, Legal Aid, Rule of Law and respect for human rights through advocacy, sensitization and defending the rights of the marginalized people.

4. The Vision of the Organization

To reform the culture of impunity and unaccountability in order to transfer paper written rights into practical reality for South Sudan and its people; by doing so, (ILA) Seeks a new South Sudan dawn in which the rights of the South Sudanese shall be respected and promoted without distinction as to ethnic origin, nationality, gender, religion, age or social Status.

5. The Mission of the Organization:

- The Mission of Initiative for Legal Aid is to address critical Legal needs through high quality Legal Advocacy, outreach, and education in the pursuit of fairness and justice.

6. The Core Values of the Organization

The following are the central values of (ILA).

1. Integrity, Transparency and accountability to all the players
2. Participatory development towards realization of human rights and rule of law
3. Good Governance
4. Equality
5. Professionalism
6. A spirit of cooperation and team work.
7. Collaboration and networking.

7. The Objectives of the Organization:

The Organization shall aim to meet the following objectives: -

- (i) To provide legal awareness including human right awareness to the vulnerable and the returnees.
- (ii) Supporting the rule of law sector.
- (iii) Support and empower women who are victims of gender based violence (GBV) in accessing justice.
- (iv) To create a legal aid hotline for the assistance of the indigent communities who can't have the access to hire a lawyer.
- (v) Support south Sudanese legal institutions efforts in strengthening access to justice.
- (vi) To improve the overall performance of legal aid in South Sudan, and support the legal aid department of the South Sudan Bar association, detention centers and prisons to help in reducing pretrial detention.
- (vii) To enhance access to justice in the war affected areas of south Sudan.
- (viii) To set up legal aid clinic in South Sudan for consultation and representation.
- (ix) Support effective and coordinated actions of the civil society organization and universities for the provision of legal aid.
- (x) Promote capacity building and transfer of South Sudanese knowledge through policy discussion between various policy makers regarding the role of legal aid improving equal access to justice for citizen.
- (xi) To help the refugees and returnees voluntary repatriation.
- (xii) Legal awareness & legal physiological support to vulnerable groups including woman, girls, GBV survivors, elderly and returnees.
- (xiii) To provide legal advice and representation to journalist, media outlets, csos, and activist including those that face legal or administrative proceedings as a result of their investigative journalism work.
- (xiv) To establish Legal advice clinics in all the states of South Sudan.
- (xv) To work as a catalyst to bring sustainable approach of development.
- (xvi) To enable civil society across the world to engage proactively in the change process philosophy of civil driven change.
- (xvii) Adopt highest standards of governance to emerge as leading knowledge and technology driven, innovative and scalable national development organization.
- (xviii) To become a leading resource center for vulnerable women and children, good or physical impaired persons across South Sudan.
- (xix) To support, promote and assist in increasing the household income in food production through good capacity building, good farming Programmes and organize trainings for the people so as to eradicate poverty and improve the standard of living.
- (xx) To promote initiatives for sustainable food security and livelihood and facilitate disaster risk management and response among the people.
- (xxi) To develop and manage the resources of the Organization in transparent manner in order to achieve prosperity through sustainable development.

- (xxii) To promote linkages, cooperation and solidarity with national, international NGO's and other Community Based Organizations (CBO) seemingly having the same objectives.
- (xxiii) To advocate, monitor community interaction on gender issues, humanitarian issues, peace building, child protection and human rights principles
- (xxiv) To improve water, sanitation, health and protect the environment from degradation by the community for sustainable development.
- (xxv) To promote, encourage and improve education in the community for better creation of human resource base.
- (xxvi) To promote activities that will unite, mentor young people and young leaders across all political divide.
- (xxvii) To carry out all or any of the above objectives in any part of South Sudan or outside South Sudan either as Principals, Agents, or otherwise.
- (xxviii) Generally, to do all other lawful things as are incidental or conclusive to the attainment of the above objectives or any of them.

ARTICLE 3 THEMATIC INTERVENTION AREAS /PRIORITY PROGRAMS.

a) Human Rights & Humanitarian rules of armed conflict

- Improve access to fair trial.
- Provide basic legal information and pro bono legal services.
- To promote and advocate for the rights of housing.
- Supervise and inspect detention facilities to see the condition of the suspect.
- To educate people on their human rights
- To bring the attention to existing violations of Human rights.
- To enforce international laws in the country.
- To create national and international networks working towards the achievement of common goals.
- To engage with and further theoretical understanding of what human rights are and the ways in which they could be pursued.
- Protecting persons, minimizing destruction and unnecessary human suffering in armed conflict.

b) Institutional reforms (Legal).

- Carry out reforms in the judiciary by empowering the judges.
- Support the appeal sections in getting a faster appeals.
- Report corruptions cases to the relevant authorities.
- Giving trainings to the new employees of the judiciary and the support staffs.
- Court and case administration for court administrator.
- Conducting judicial training for all the actors involved.
- Support to the South Sudan Bar Association.

c) Rule of law:

- To provide basic legal information and pro-bono legal services.
- Train community members on substantive human rights, women rights, and SGBV.
- Carry out community awareness on access to justice and rule of law issues.
- Provide legal aid for mobile Courts.
- Engage in constitutional litigation.
- Provide psychosocial support to persons in detention and victims/ survivors of SGBV.
- Advocating reforms in terms of the supremacy of the constitution.
- Advancing political engagement and inclusivity.
- Advocating Transitional Justice.
- Access to Justice Advocacy.
- Championing economic freedom.
- Ensuring equality before the law.

d). Good Governance (democracy & Elections).

Democracy

- Promoting equality, transparent governance and accountability to the Citizens.
- Promotion of human rights, and social justice through advocacy and lobbying for supremacy of rule of law.
- Increasing access to information sharing through media networks, development.
- Conducting community awareness and health education to the communities through meeting and talk saw (Health and Sanitation).
- HIV/AIDS awareness campaign
- Environmental sustainability and management awareness.
- Raise awareness on electoral process and legislations.
- Help in training the voters on how to vote and all the election process.

e). Gender Empowerment and Mainstreaming

- Advocating for gender equality and Youth representation in all levels of government and encouraging economic development.
- Promotion of girl child education at all level of learning institutions and all levels of government.
- Positively promoting Health education for both boys and girls including teachers and parents through by organization social health clubs in schools where members can be guided on health issues like HIV/AIDS.
- Promoting gender role and getting possible solution to gender inequality.
- Initiating participatory planning at all level of governments and collective income generating activities among the women and men.
- Advocating for combating gender based violence practices directed to women and girl child that effect their contribution toward nation building.

f). Advocacy and Lobbying (Peace and Conflict Resolution)

- Promote alternative dispute resolution services such as mediation and recommendation.
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- Faster responsive campaigns through media to raise awareness of the provisions and interventions that enhances peace building process.
- Strengthening the local actors such as the role of traditional Leaders, County Commissioners, and payam Authorities in peace building and conflict resolution.
- Early warning mechanism; Enhanced Community Communication systems within the community linked with state systems and public media for awareness raising and advocacy.

Encourage women and youth in community participation to ensure better coordination, supervision and monitoring of ongoing

g.) Child Protection:

- Visiting the police and prisons regularly to document the presence of children, seeking the release of those arbitrarily detained and better conditions of those who are suspected of serious crimes; liaising with international partners, who carry out similar activities, conducting training for police and Judiciary actors.
- Gathering information about the presence of children in South Sudan armed forces (SSPDF), or groups, advocating for an end to recruitment and working with partners to assist in their return to their families and communities.
- Monitoring how laws are being applied and advocating for better child protection legislation and structures.
- Facilitating the repatriation of children associated with internal and foreign armed group.
- Contributing to strengthening capacity of police and other states authorities responsible for protecting children by working with partners to develop training and workshops contributing to training organized by others.
- Raising awareness of risks of exploitation of children in the electoral process and developing sensitization work on this issue with partners.
- Documenting grave abuses against children (such as killings, sexual violence, abduction and recruitment) committed by parties in the conflict and the police.
- Advocating for release of children in armed groups and national armed force, referring victim victims to medical and legal support services where they exist.
- Helping to build the capacity of support NGOs and national institutions
- Monitoring legal cases before courts (especially Minors Subjected to sexual violence and children in conflict with the law) to assess how far the question of impunity is being addressed and identifying ways of developing capacity in this regard.

ARTICLE 4: PRINCIPLES OF OPERATION OF THE ORGANISATION:

- a) ILA shall uphold the following principles of operation in all its activities: -
 - i. This Constitution shall be the guiding principle and directive of the Organization binding on its members.

- ii. The Organization may through a resolution passed by the General Assembly or in the case of a resolution passed by the Board of Directors and confirmed by the General Assembly enact any other rules or regulations desirable for the smooth running and administration of the Organization.
- iii. Equality and non-discrimination
- iv. Transparency and accountability
- v. Professionalism and integrity
- vi. Conflict sensitivity
- vii. Gender mainstreaming
- viii. Design programs for training members of the Organization on issues of Women and children.

CHAPTER THREE:

MEMBERSHIP AND MEMBER'S RIGHTS

ARTICLE 5: MEMBERSHIP TO THE ORGANISATION:

- (a) Every youth originating from or permanently residing in South Sudan from the age of 18 to 45 years is eligible to become a member of the Organization upon registration and payment of the required fees.
- (b) However, the eligibility of such applicant shall be determined by the Board of Directors.

ARTICLE 6: QUALIFICATION FOR MEMBERSHIP:

- a) To qualify for membership to the Organization, the applicant shall meet the requirements of article 4 of this constitution, and such applicant shall not be denied membership on grounds of discrimination whatsoever.
- b) Any person intending to become a member of the Organization shall present his or her application to the Board of Directors who shall determine the eligibility of such applicant.
- c) Any person intending to be a member of the Organization shall present his or her application to the Board of Directors who shall determine his or her eligibility for membership.

ARTICLE 7: TYPES OF MEMBERSHIP:

There shall be two categories of memberships: Full Membership and Honorary Membership.

- 1) Full Membership.

Under this category, membership shall be for a person who qualifies under Article 4 of this constitution and has his or her name duly entered into the register of members.

2) Honorary Membership.

- a) The Board of Directors may award Honorary Membership to anyone who has significantly contributed to the development and achievement of the objectives of the Organization.
- b) Honorary Membership is open to all South Sudanese and non-South Sudanese residing in the Republic of South Sudan and has fulfilled all the requirements in this Constitution.

ARTICLE 8: RIGHTS OF MEMBERS:

A member shall have the following rights, subject to the classification of his/her membership:

- a) To participate fully in the duties of the Organization.
- b) To elect and be elected as a leader in any of the positions of the Organization.
- c) To submit proposals and statements to the Board of Directors for consideration on any matter that affects him or her, any other person or the Organization.
- d) To enjoy freedoms and rights bestowed by this constitution and any such rights equally enjoyed by the other members of the Organization.
- e) To have the right to move vote of no confidence in any of the office for her conduct and poor performance.

ARTICLE 9: OBLIGATION OF MEMBERS:

Every member of the organization is required to:-

- a) Observe, promote and support the rules, regulations and principles enshrined in this constitution.
- b) Carry out with due diligence any of the decisions, directives and duties assigned to him or her by the Organization.
- c) Observe the code of conducts of the Organization as shall be established by the General Assembly.
- d) Participate fully in activities of the Organization whenever called upon.

ARTICLE 10: FEES:

Every member of the Organization shall pay:-

- a) Registration fee,
- b) Membership fee, and
- c) Annual subscription fee

ARTICLE 11: PROCEDURE FOR MEMBERSHIP:

- 1) The Organization shall establish a register for the purpose of entering the names of every person who becomes a member of the Organization and the register shall be referred to as the Register of Members.
- 2) Every person intending to become a member of the organization shall, in writing addressed to the General Secretary of the Organization, make his or her intention to become a member of the Organization, and the Board of Directors shall decide to admit such a person as a member of the Organization or not.
- 3) There shall be no discrimination in the consideration of the applicant, except for genuine reasons which shall be in the interest of the Organization, and the reasons shall be made known to the applicant in writing.
- 4) a) Any aggrieved applicant can appeal to the Board of Directors so as to be given chance to be heard in respect of the decision taken by the board.

b) For purpose of sub-article 4 (a) above, the Board of Directors shall be constituted by the General Assembly of the Board of Directors for purpose of determining any appeal in relation to complaints of non-registration or the registration of any person as a member of the Organization. Any appeal lodged before the Board of Directors shall be dealt with expeditiously.

ARTICLE 12: TERMINATION OF MEMBERSHIP:

- 1) Any member shall cease to be a member of the Organization under the following conditions:-
 - a) Any member who wishes to retire shall signify his or her intentions in writing to the Chairperson of the board of directors and thereupon his or her name shall be removed from the list of members in the Register of Members and he or she shall be deemed to have resigned/retired.
 - b) The Board of Directors may on two third ($\frac{2}{3}$) majority vote of the members present in the meeting and voting by ballot terminate the membership of any member who for any

reason ceases to maintain a close working relationship with the Organization or who ceases for any reason to satisfy the requirements of membership or who in any way discredits upon the Organization or who endangers its welfare and progress. No such action shall be taken by the Board of Directors until the following is done:-

- i. An investigation is done into the allegations against him or her.
 - ii. The member concerned is given reasonable notice and the opportunity to be heard before the Board of Directors or such other committee established for this purpose.
 - iii. There shall be no discrimination based on disability of whatever kind. However, any person incapacitated by reason of mental incapacity, prolonged illness and insanity ceases to be a member of the Organization during such period of incapacitation. The Secretary General, after being satisfied with the facts in respect of such person, shall deregister such person from the Register of Members, and he or she shall only restore the name of such a person upon satisfaction of the good health and mental capacity of the person.
- 2) A member wishing to resign his or her membership to the Organization shall give three months' notice of his or her intention to do so in writing duly addressed to the Secretary General, and the Secretary General shall, within two weeks of the receipt of such notice, notify the Board of Directors or the General Assembly, whichever is earlier, of such resignation for comment or approval.
 - 3) In the event that the member resigning or who ceased to be a member is one of the Board of Directors, the Chairperson or the Secretary General shall convene an extra-ordinary Board of Directors' meeting within two (2) weeks of such notice to find an acting member till the General Assembly votes to elect someone to fill the vacant post as provided in this constitution.
 - 4) If the Treasurer or any other office bearer of the Board of Directors resigns before his or her term of office expires, such a member shall hand over a signed statement of the affairs of his or her office and any other property or documents belonging to the Organization at his or her possession to the Secretary General of the Organization or the Chairperson of the Organization.
 - 5) In case of an occasion for the resignation of the whole Board of Directors, the Board of Directors' Chairperson shall collectively tender the resignation to an extra ordinary General Assembly meeting which shall nominate Acting Board of Directors to complete the remaining terms of office before the next general election or call for an early general election whichever is convenient.

ARTICLE 13: VOTE OF NO CONFIDENCE:

- a) Save as otherwise provided for in this constitution, a motion of "no confidence" in any member of the Board of Directors shall be signed by at least half ($\frac{1}{2}$) of the total number of the duly registered members of the Organization.

- b) The motion of no confidence shall be moved after one (1) months' notice two third (2/3) majority is given to the Secretary General or the Chairperson of the Board of Directors and the notice shall clearly states the grounds for the motion.
- c) The motion of no confidence shall only be considered on approval by at least two third ($\frac{2}{3}$) majority of the registered members present and voting or voting by proxy, in which case the member or the entire member of the Board of Directors shall resign and hand over statement of the affairs of the office or offices he/she has or they have been holding and any other property or documents in his/her or their possession belonging to the Organization.

CHAPTER FOUR:

THE ADMINISTRATIVE BODY OF THE ORGANISATION:

ARTICLE 14: THE BOARD OF DIRECTORS:

The Board of Directors shall remain the head and governing body of the Organization.

ARTICLE 15: MEMBERS OF THE BOARD OF DIRECTORS:

The following shall be the members of the Board of Directors: -

- a) The Chairperson,
- b) The Vice Chairperson,
- c) The Executive Director,
- d) General Secretary
- e) The Treasurer, and
- f) Three Board Members.

ARTICLE 16: ROLES, FUNCTIONS AND AUTHORITY OF THE BOARD OF DIRECTORS:

- a) The Board of Directors of the Organization shall be the overall administrative body of the Organization to be headed by the Chairperson or any person elected from among the members constituting the Board of Directors.
- b) The major functions of the Board of Directors of the Organization shall be as follows: -
 - i. Approve all programme and project plans and budget of the Organization.
 - ii. Oversee making of policies and decisions of the Organization. However, any other member of the Organization shall have the right to react to any policy or decision that contradicts the rules, regulations, principles, values and aspirations of the Organization, or propose a policy to the Board of Directors.
 - iii. Oversee control of the properties, which include money, resources and all other assets of the Organization, shall be the responsibility of the Board of Directors.
 - iv. Recommend and approve services offered by the Organization to the outside or offered by outside to the Organization.
 - v. Oversee the amendment, modification and revision of the constitution in conjunction with members of the Organization during General Meeting specifically for this.

- vi. Oversee the formulation of aspirations, rules, regulations, principles, values and operational standards for the functioning of the Organization.
- vii. Oversee legal problems of the Organization outside or within its members, employees and volunteers.
- viii. Approve the annual budget of the Organization as prepared by the Executive Board. It shall also be responsible for the approval of all projects proposed by the Management Board.
- ix. Oversee the mobilization and development of resources for the Organization.
- x. Oversee the governance of the Organization.
- xi. Exercise their duties according to the aspirations, rules, regulations, principles and values of the Organization. The office bearers of the Board of Directors may consult members of the Organization who are technocrats in their respective offices, to ensure that their decisions and actions are in line with the aspirations, rules, regulations, principles and values of the Organization.

ARTICLE 17: THE QUALIFICATION OF THE MEMBERS OF THE BOARD OF DIRECTORS:

- 1) a) The Chairperson of the Board of Directors shall be required to have at least A' level requirement completion of secondary school.
b) He shall also be required to be an active and/or influential member in the community, with profound knowledge of the issues affecting our environment.
- 2) The Vice Chairman of the Organization shall be required to hold the similar qualification held by the chairperson.
- 3) a) The General Secretary of the Organization shall be required to hold at least Advance (A) level of education or its equivalence.
b) He/she shall be required to have profound experiences of communication, documentation and record keeping.
- 4) The Assistant Secretary of the Organization shall be required to hold similar qualification as the General Secretary.
- 5) a) The treasurer of the Organization shall be required to have at least secondary school certificate.
b) He/she shall be required to have ample experiences in handling finances, transactions and assets.

- c) He/she shall also be required to have profound knowledge or experiences in banks and banking processes.
- 6) a) The Board Members shall be required to have post-secondary education.
- b) They shall be required to have profound knowledge and experiences in most of the areas of operation of the Organization.
- c) They shall be required to have work experiences with governmental, non-profit and/or private institutions.
- 7) All members of the Board of Directors shall be required to be registered Full Members of the Organization.
- 8) All members of the Board of Directors shall be mandatory to conform to the aspirations, rules, regulations, principles, values and requirements of the Organization.

ARTICLE 18: ELECTION OF MEMBERS OF BOARD OF DIRECTORS:

- a) The election of the members of the Board of Directors shall be done in a General Assembly meeting intended for this purpose, which shall be held at the end of every third calendar year.
- b) There shall be notice to all members of the Organization for the nominations and secondments of the prospective Board members (nominees).
- c) The general Assembly shall enact or provide for the procedure of electing members of Board of Director.
- d) The Chairpersons, Vice Chairpersons, General Secretary, Assistant Secretary, the Treasurer and Board Members shall all be elected by the members of the Organization present at a general meeting.
- e) The voting in each of the elected Board officials shall be done democratically, by secret ballots or by raising hands or standing up, and counting is done.

ARTICLE 19: THE ROLES OF THE CHAIRPERSON:

The roles of the Chairperson shall include and not limited to the following:-

- a) He/she shall be the head of the Organization.

- b) He/she shall preside over all the general meetings, Board meetings and extra ordinary/exceptional meetings of the Organization.
- c) The Chairperson shall report to the Board after every 3 months and during general assembly meetings on the progress and affairs of the Organization.
- d) He/she shall, in conjunction with the other Board members, be responsible for the planning of the future of the Organization, drawing major policies and decisions of the Organization.
- e) The Chairperson shall be involved actively in the growth and development of the Organization.
- f) He/she shall approve all projects of the Organization, after consultation with the rest of the Board members, as proposed by the management.

ARTICLE 20: ROLES OF THE VICE CHAIRPERSON:

- a) The Vice Chairperson shall assume the duties of the Chairperson in his/her temporary or sudden absence.
- b) He/she shall closely assist the Chairperson.
- c) He/she shall perform other duties as shall be required by the Board of Directors.

ARTICLE 21: THE ROLES OF THE GENERAL SECRETARY

The roles of the Secretary General shall include the following:-

- a) The General Secretary shall sign all legal documents requiring the official signatory of the Board of Directors after acknowledgement or approval from the Chairperson.
- b) He/she shall ensure that all articles in the constitution legally satisfy the parties concerned.
- c) The General Secretary shall also oversee proper and legal documentation of all major policies, decisions and strategic documents of the Organization.
- d) He/she shall review and approve all major official documents of the Organization, such as policies, plans, annual reports and other related documents.
- e) The General Secretary shall be the general administrator of the Organization.
- f) He/she shall perform other duties that may be requested by the Board of Directors.

ARTICLE 22: THE ROLES OF THE ASSISTANT GENERAL SECRETARY:

- a) The Assistant General Secretary of the Organization shall assist the General Secretary in his/her duties.
- b) He/she shall record all minutes of every Board, emergency and general meeting.
- c) He/she shall perform other duties as required by the Board

ARTICLE 23: THE ROLES OF EXECUTIVE DIRECTOR

- (a) He/she shall protect the goals and objectives of the Organization
- (b) He/she shall be responsible for ensuring that functions and activities of the Organization are carried out properly in accordance with this Constitution
- (c) Shall fund raise for the projects
- (d) Shall be Co- Signatory to the Bank accounts , contracts and transactions of the Organization

ARTICLE 24: THE ROLES OF THE TREASURER:

The roles of the treasurer of the Organization shall include the following:-

- a) The Treasurer of the Organization shall administer all its finances.
- b) He/she shall receive all the funds and articles donated, gifted, fund-raised or mobilized in any way in the name of the Organization. He/she shall deposit these into their respective places of storage as soon as they are received and in formats predefined by the constitution.
- c) He/she shall approve all major transactions. This will be done after the signatory of the General Secretary as formally approved by the Chairperson.
- d) He/she shall keep accurate and up-to-date financial records and accountabilities of the Organization and shall furnish all full financial reports promptly to the Board of Directors and General Meetings or any other meeting any time when required.
- e) He/she shall be responsible for release of budgets or other materials after approval of the Chairperson and the signatory of the General Secretary.

ARTICLE 25: THE ROLES OF THE BOARD MEMBERS:

The roles of the Board Members of the Organization shall include the following: -

- a) Advise the Board of Directors in all matters pertaining to the Organization and respective offices of the Board of Directors.

CHAPTER FIVE:

THE EXECUTIVE BODY OF THE ORGANISATION:

ARTICLE 26: EXECUTIVE BOARD OF THE ORGANISATION:

- 1) The Executive Board shall be the technical and management body of the Organisation.
- 2) The members of the Executive Board shall be appointed by the Board of Directors through call for and review of the Curriculum Vitae of and nomination and then election of the prospective candidates through secret ballots by the same and/or recruited through advertisement of the post and selection of the qualified applicants by the Board of Directors through formal interviews.

ARTICLE 27: THE ROLE AND FUNCTIONS OF THE EXECUTIVE BOARD:

- a) The Executive Board shall be responsible for overseeing all the operations and programmes of the Organization.
- b) It shall be responsible for drawing up the annual budget for all programmes of the Organization.
- c) It shall be responsible for leading the Organization to its aspired vision and values through its mission and principles of operation.
- d) It shall oversee strategic planning and management of the Organization.
- e) It shall oversee marketing and communication of the Organization.
- f) It shall be responsible for overall supervision, coordination and integration and external reporting of the programmes/projects of the Organization.
- g) It shall plan and manage strategic partnerships with strategic partners, donors and the government.
- h) It shall oversee the planning and implementation of the programmes and projects of the Organization.
- i) It shall be responsible for identification and mobilization of funding, technical support and other forms of assistance for the Organization.
- j) It shall be responsible for legal requirements of the Organization.

ARTICLE 28: THE MEMBERS OF THE EXECUTIVE BOARD:

The following shall be the members of the Executive Board: -

- a) The Director: this shall be the overall administrative head of the Organization.
- b) Deputy Director shall be the programme head of the Organization.
- c) Human Resource Manager shall be the head of human resources of the Organization.
- d) Finance Manager shall be the head of finances and assets of the Organization.
- e) Communications Manager shall be the head of communications of the Organization.
- f) Programme Managers shall be the head of programmes of the Organization.

ARTICLE 29: THE QUALIFICATION OF MEMBERS OF THE EXECUTIVE BOARD:

- a) The Director shall be required to hold required minimum qualification with at least an experience in the relevant field of operation of the Organization and committed to the attainment and promotion of the aspirations, rules, regulations, principles, and values of the Organization.
- b) The Deputy Director shall be required to hold similar qualifications as the Director.
- c) The Human Resource Manager shall be required to hold qualifications relevant to planning and management of human resources, a minimum qualification with at least an experience in the related field.
- d) The Finance Manager shall be required to hold qualifications relevant to planning and management of finances, a minimum qualification of diploma with at least an experience in financial management of an Organization.
- e) The Communications Manager shall be required to hold qualifications relevant to planning and management of communications, a minimum qualification of diploma with at least an experience in the relevant field.
- f) The Programme Managers shall be required to hold qualifications relevant to the programmes of the Organization and with at least an experience in the relevant field or Post-Secondary Diploma with at least an experiences in their respective programmatic areas and committed to the attainment and promotion of the aspirations, rules, regulations, principles, and values of the Organization.

CHAPTER SIX:

THE GOVERNANCE OF THE ORGANISATION

ARTICLE 30: THE GOVERNANCE OF THE ORGANISATION:

- a) There shall be one Annual General Meeting in a year. The Annual General Meeting shall be held on Thursday of the first week of the month of January, from 2.00 pm to 5.00 pm. The Chairperson shall preside over all the Annual General Meetings. On the event of not holding the Annual General Meeting as per this provision, the Annual General meeting shall be moved to Wednesday or Friday of the same week or the week preceding.
- b) The quorum of each annual general meeting shall be by simple majority of the members present.
- c) One third of the members shall be allowed to vote the members of the Board of Directors.
- d) No one related to any of the members of the Board of Directors shall be elected as a Board member.
- e) There shall arise no conflict of interest by Board members, members, employees, and volunteers of the Organization.
- f) Board members, employees and volunteers shall reveal to the Board and management any affiliation they have with actual or potential suppliers of products and services, recipients of grant funds, donors and/or Organization's with conflicting aspirations, rules, regulations, principles or values before or after registering or before being offered a job or volunteer assignment.
- g) Board members and employees shall not discuss or participate in any matter that conflicts with the aspirations, rules, regulations, principles and values of the Organization.
- h) Gifts to any staff of the Organization in any form in the name of the Organization shall be prohibited unless given formally as an award in full awareness of the Organization.
- i) The Board shall appoint auditing committee to review the annual financial statements and activities of the Organization. The Board shall appoint an independent auditor if conditions so requires.
- j) No one shall be refused membership, employment or volunteering in the Organization on grounds of discrimination based on race, colour, ethnicity, age, sex, religion, country of origin, handicap other than mental disorder, or any other form of discrimination, except in accordance with South Sudan laws or policies or laws and policies.

ARTICLE 31: THE INTEGRITY OF THE ORGANISATION:

- a) There shall be high integrity in all the programmes, activities and affairs of the Organization.
- b) The activities of the Organization shall be open to inspection or inquiry by donors, government bodies, or anybody with such authority, except for the private information of personnel and other proprietary information, which may only be revealed as a legal obligation.
- c) All employees' and members' private information shall be kept confidential.
- d) The Organization shall respect the dignity, value, religion and culture of all its members, employees and volunteers. The Organization may only respond if these conflict with basic human rights, human security and public order, in accordance with South Sudan laws and policies or if these conflict any of the Organization's aspirations, principles and values.
- e) The Organization shall not tolerate any corruption, bribery, discrimination, financial misappropriation, immorality according to South Sudan laws and policies, dishonesty, illegal acts, or any other act that undermines its aspirations, principles and values in any of its Board Members, employees, volunteers and sub-contractors.
- f) The Organization shall have written code of conduct and instructions for directors, employees, volunteers and sub-contractors, which shall be followed.

ARTICLE 32: THE COMMUNICATION OF THE ORGANISATION TO THE PUBLIC:

- g) The Organization shall be willing to disclose information concerning aspirations, programmes, finances and governance to the public, except for personnel information.
- h) The Organization shall claim funds that are only to be used for the fulfillment of its Organizational, programme and project activities based on its aspirations; and there shall be no exaggeration of the needs of the primary beneficiaries, or exaggeration of the programmes, activities or budgets of the organisation, and there shall be no misleading information or photographs or alteration of facts, which lead to falsehood.
- i) The Organization shall not use negative advertisement so as to create negative image of another Organization, community or group with an aim of benefiting itself.
- j) The Organization shall fully describe the amount of funds collected during fund-raising events. It shall write down all its fund-raising contracts and agreements and shall control all fund-raising activities to meet Organizational, programme and project objectives.

- k) The Organization shall develop corporate branding guidelines for communicating its identity, image and philosophy to the public. It shall also comply with branding guidelines of donors, partners and other stakeholders.

ARTICLE 33: THE PUBLIC POLICY OF THE ORGANISATION:

- l) The Organization shall advocate and lobby without associating with a specific political party and the advocacy and lobbying shall conform to South Sudan non-profit laws.

CHAPTER SEVEN:

THE MANAGEMENT OF THE ORGANISATION:

ARTICLE 34: THE HUMAN RESOURCE MANAGEMENT OF THE ORGANISATION:

- a) The Organization shall ensure good management practices appropriate for fulfillment of its aspirations, operations and governance.
- b) The Organization shall annually review its management practices in light of the changing environment of the Organization.
- c) The Organization shall have clear, well-defined, written standards, policies, code of conducts, job descriptions and competencies relating to all its directors, staffs, volunteers and sub-contractors.
- d) The Organization shall refrain from nepotism, tribalism and any other discriminating tenancies in the recruitment of its employees, volunteers or anyone doing a service for or on behalf of the Organization.
- e) All policies of the Organization shall define and protect the rights, dignity, value, religion and culture of all members, except if these conflict with basic human rights, dignity, and security and public order, in accordance with South Sudan and Nationally acknowledged International laws and policies.
- f) The benefits of members, employees and volunteers shall be clearly described and communicated to every member, employee and volunteer of the Organization.
- g) The Organization's expectations of all members, employees, volunteers and sub-contractors shall be clearly defined and communicated.
- h) The Organization shall strongly encourage and promote gender and minority equity, pluralism, diversity and fairness in recruiting, hiring, training of, and developing (professional) its members, employees and volunteers.
- i) The Organization shall recruit and, where possible, retain employees and volunteers that possess the professional and experiential competencies of the department, programme or project to which they are recruited and show commitment.
- j) The Organization shall draft transparent human resource policies, including procedures for disciplinary action, conflicts resolution, and complaints management.
- k) The Organization shall conduct its activities with high level of equality, quality, with focus put on the outcome and impact of activities.

- l) The Organization shall draft its human resource and operational policies in accordance with South Sudan labour laws.

ARTICLE 35: THE OPERATIONAL STANDARDS OF THE ORGANISATION:

- a) The Organization shall ensure participation of the beneficiary's communities of the programmes of the Organization in the design, implementation and evaluation of its projects.
- b) The Organization shall respect and promote environmental, socio-economic and civil-political rights of its members, employees, volunteers and beneficiaries.
- c) The Organization shall refrain from nepotism, tribalism and any form of discrimination in offering services and products to its beneficiaries.
- d) The Organization shall respect the dignity, values, history, religion and culture of the people served. It shall only seek to transform such values and cultures, if these hamper the achievement of its goals, and are part of values and cultures that the Organization works to transform.
- e) The Organization shall only support, work and partner
- f) with local and international Organizations whose aspirations and values do not conflict with the aspirations, principles and values of the Organization. It shall however be willing to contribute to building the capacities of these Organizations if the conflict is due to lack of capacity, and if this meets the scope of the Organization.
- g) The Organization shall be solely concerned with creating awareness about, promoting positive attitudes and behaviours and providing competencies, products and services related protection of human rights in the country.
- h) The Organization shall only recruit staffs and volunteers with the right qualifications, competencies and experiences for each of the managerial, programmatic and support positions of the Organization.
- i) The Organization shall use professional standards in the procurement of materials and services, contracts, agreements, financial transactions, corporate communication and any other administrative and operational practice in the Organization.
- j) The Organization shall have defined procedures for performing and evaluating the activities and projects of the Organization. Innovation shall be within the framework of

science, popular body of knowledge and profession of each staff and within the guidelines and principles of the Organization.

- k) The Organization shall use materials and operational standards accredited nationally and internationally. It may, however, innovate credible materials and operational standards within a credible academic/professional framework.
- l) The Organization shall use only undamaged, unspoiled, unexpired, acceptable and non-harmful and economically viable spices in the implementation of its projects.
- m) The Organization shall implement gender mainstreaming and social minority inclusion in the design and implementation of its programmes, projects and policies. It shall monitor and evaluate its programmes, projects and policies against violations of human rights, rule of law, gender mainstreaming and social minority inclusion from time to time and make necessary modifications where needed.
- n) The Organization shall use culturally appropriate, comprehensible, targeted messages in the design of messages intended to change attitudes and behaviors towards protection of human rights.
- o) The Organization shall emphasize the use of local resources, tools and skills in accordance with modern scientific concepts and theories and it shall update its approaches, methodologies and operational standards according to lessons learned and/or developments in concepts and theories.
- p) All operational policies and guidelines, project proposals and project plans shall be signed by the Board of Directors, and all operational plans shall be signed by the Executive Board and heads of support and departments to show commitment by both support and departments.

ARTICLE 36: THE FINANCE AND ASSETS MANAGEMENT OF THE ORGANISATION:

- a) The Organization shall have two bank accounts, one for US Dollars and the other for South Sudanese Pounds.
- b) All monies donated to the Organization shall be deposited into any of the two accounts.
- c) No money shall be withdrawn or transferred from any of the accounts of the Organization without the approval of the Board of Directors, and such approval shall be based on supporting project plans, contracts and associated budgets for the withdrawal or transfer of the money.
- d) The Organization shall keep detailed records of all its bank transactions.
- e) The source of money for the Organization shall be from membership fees, grants, and donations from legally credible individuals, the private sector, national and international non-governmental Organizations, governmental agencies, and social and public institutions.
- f) All donated funds or materials of the Organization shall be appropriately used for the intended purpose, and accountability made to donors, members of the Organization and other relevant stakeholders, and the expenditure of these funds or materials shall reflect the aspirations of the Organization.
- g) The Organization shall have annual financial auditing conducted either by auditing committee or an independent auditor.
- h) The Organization shall provide financial statement to any enquirer provided he/she has provided a formal request.
- i) The Organization shall provide an annual report describing the aspirations of the Organization, full summary of financial statement, targets, summary of activities, outcomes and impact, lessons learned and information about target groups (beneficiaries) and key partners. This report shall be freely accessible to anyone with capacity to use the report.
- j) The Organization shall not allow unauthorized release of funds for any activity of the Organization, and it shall not allow the use of funds for aspirations and activities outside the aspirations and activities of the Organization.
- k) Funds for the Organization shall not be used for political influence or personal gain. Any funds or materials not possible to use for intended purpose or remaining after use shall be refunded to the donors, otherwise donors shall be consulted about alternative use of the funds before hand.

- l) All exchange rates shall be valued at the local exchange rate of the South Sudan, except for international transactions, where international exchange rates may be used. All exchanges shall be clearly recorded. All formally recorded exchange rates shall be attached to any recorded transaction involving money conversion.
- m) Any finances released for projects, based on the budgets, shall be signed by the Treasurer and the General Secretary under the formal approval of the Chairperson of the Board of Directors. Any procurement of assets, such as purchase of premises, machinery or vehicles, shall be approved by the same.
- n) The Organization shall keep the record of all damaged, spoiled, expired and fake materials, and all properties of the Organization shall be kept in good order and safety.
- o) The Organization shall expose all its assets that cannot be put to use any longer after producing their proper record.
- p) The Organization, on its dissolution, shall auction its assets to settle all its standing debt and any remaining assets shall be transferred to a non-profit making Organization with similar aspirations.
- q) The Organization shall have internal accounting system for management of its finances.

CHAPTER EIGHT:

THE LEGAL STATUS, ADDRESS AND AFFILIATION OF THE ORGANISATION:

ARTICLE 37: THE LEGAL STATUS OF THE ORGANISATION:

- a) The Organization shall be registered as a non-profit-making, community-based Organization.
- b) The name, logo, tagline, seal and colors of the Organization shall remain its legal identities. Every administrative, transactional and logistical documents and Organizational collaterals shall bear any of the name, logo and tagline of the Organization, according to the brand guidelines of the Organization and every document requiring the signatory of the Organization shall bear the seal of the Organization.

ARTICLE 38: THE CONTACT ADDRESS OF THE ORGANISATION:

The postal (and/or physical) addresses, telephone and official fax numbers and email addresses of the Organization shall remain the only contact addresses for any formal correspondence with/from the Organization. Private addresses shall not be used by the Organization in formal correspondences, except where it is not possible to use the formal contact addresses of the Organization.

ARTICLE 39: THE AFFILIATION OF THE ORGANISATION:

- a) The Organization shall be willing to affiliate with any local or international Organization which aspirations, principles, values and activities do not conflict with those of the Organization.
- b) The Organization shall also be willing to partner with the private sector, governmental agencies, and social (including religious) and public institutions in carrying out its activities, provided these partnerships do not contradict the aspirations, principles of operation, values and activities of the Organization.

CHAPTER NINE:

DISSOLUTION:

ARTICLE 40: THE DISSOLUTION OF THE ORGANISATION:

- a) The Organization shall only be dissolved by three quarters (3/4) majority of all members.
- b) The decision shall be taken in well constituted General Assembly meeting called for that purpose.
- c) In an event of disagreement in the dissolution of the Organization, the Board of Directors shall appoint one or more liquidators to complete the process.
- d) On dissolution, if there remains, after satisfaction of all debts and liabilities, any property whatsoever, the same shall be given or transferred to some other Organization having similar objectives to that of the Organization, and as may be determined by the Board of Directors, and all/any residual money and properties of the Organization shall be handed over to any credible charity Organization, local community based Organization, local church or any registered body in with similar objectives like that of the Organization or to the South Sudan Relief Commission.
- e) In an event of disagreement in the dissolution of the Organization, the Board of Directors shall appoint one or more liquidators to complete the process.

CHAPTER TEN:

AMENDMENTS:

ARTICLE 41: AMENDMENT OF THE CONSTITUTION.

- 1) All amendments of this Constitution shall lie in the General Assembly called for that specific purpose.
- 2) Where the General Assembly is called for as required in subsection (1) above, it shall be the duty of the Secretary General to notify every member of the Organization at least thirty (30) days before the sitting of the General Assembly, indicating the information in the proposed amendment.
- 3) For the purpose of subsection (1) above, the General Assembly resolution must be supported by two thirds (2/3) of the members of the Organization.
- 4) Notwithstanding the provision of subsection (1) above, where the convening of the General Assembly is impossible and the matter concerned required quick resolution, the Board of Directors can take decision which shall be ratified by the General Assembly, provided the matter is in the interest of the Organization.
- 5) Changes to the Constitution shall be communicated to all members of the Organization. All policies and operation standards of the Organization shall be updated to the amendment of the Constitution, and these changes in the policies and operational standards shall be communicated to all employees, volunteers and sub-contractors of the Organization.

ARTICLE 42: Declarations:

We the members of the **INITIATIVE FOR LEGAL AID (ILA)** have agreed to work together as Trustees for the organization and, set in our hands to sign this document committing ourselves to work as a team in respect to uphold the common values and aspirations that brought together using this constitution as our binding document.

Name	Nationality	Position	Phone numbers	Signature
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