



## **CONSTITUTION OF THE ALUMNI ASSOCIATION OF KCA UNIVERSITY (AAKCAU)**

Last updated in 2017

**THE CHARTER FOR KCA UNIVERSITY 2013**

**CONSTITUTION OF THE ALUMNI ASSOCIATION OF KCA UNIVERSITY**

**IN EXERCISE** of the powers conferred by section 16 (w) and 19 of the Charter for KCA University, the Chairman of the KCA University Council certifies that the Constitution set out in the Schedule hereto has been granted to the Alumni Association of KCA University in accordance with the provisions of the KCA University Charter and Statutes.

Dated .....2017.

**MIKE ELDON**  
**Chairman, KCA University Council**

# CONSTITUTION OF THE ALUMNI ASSOCIATION OF KCA UNIVERSITY

## ARRANGEMENT OF CLAUSES

### PART I – PRELIMINARY

- 1 – Short title and commencement
- 2 – Interpretation
- 3– Objectives
- 4– Functions and Powers of the Alumni Association

### PART II – MEMBERSHIP

- 5 – Membership

### PART III – GOVERNANCE

- 6 – Board
- 7 – Appointment as Board member
- 8 – Duties of the Board
- 9 – Constitution of the Board
- 10 – Chairperson
- 11– Other Members of the Board
- 12 – Ceasing Board Membership

### PART IV – SECRETARIAT

- 13 – AAKCAU Secretariat
- 14 – Functions of the Secretariat

### PART V – MEETINGS

- 15 – General Meetings
- 16 – Procedure at Meetings

### PART VI – MANAGEMENT OF FUNDS

- 17 – Funds

### PART VII– MISCELLANEOUS

- 18 – Dissolution
- 19 – Amendments
- 20 – Transition Statement
- 21– Arbitration

**THIS Constitution provides for the creation of an Alumni Association of KCA University pursuant to Section 42 of the Universities Act, TOGETHER WITH Part III, Section 19 of the KCA University Charter, AND eligibility for membership, the governance structure, procedure of meetings, management of funds and connected purposes.**

Approved by KCA University Council, as follows:

#### **PART I – PRELIMINARY**

- |                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Short title and commencement | 1. This document may be cited as the Constitution of the Alumni Association of KCA University and shall come into operation on such date as the Association members shall adopt it subject to approval by the University Council.                                                                                                                                                                                                                                                                            |
| Interpretation               | 2. In this Constitution, unless the context otherwise requires –<br>a) “Alumni Association” means the association of past students and stakeholders established under section 19 of the Charter.<br>b) “Charter” means the KCA University Charter 2013.<br>c) “Board” refers to the team elected by the membership to run the affairs of the Alumni Association.<br>d) “Senior students” refers to any alumni of KCA University returning to take post graduate studies.<br>e) “He” refers to either gender. |
| Objectives                   | 3. The objectives of the Alumni Association shall be -<br>a) to bring together graduates of the University;<br>b) to engage in fundraising activities to assist the University;<br>c) to promote the University’s welfare and image;<br>d) to promote the co-operation between the University and industry; and<br>e) to promote academic and professional excellence.                                                                                                                                       |
| Functions                    | 4. The functions of the Alumni Association shall be –<br>a) To create a suitable environment for alumni to associate socially and professionally.<br>b) To promote and publicize KCA University through personal; contacts, holding public functions, among others.<br>c) To provide a mechanism for alumni to interact with each other and with the University.                                                                                                                                             |

- d) To initiate projects to raise money for, but not limited to,
  - i) Scholarships
  - ii) Capital construction
  - iii) Capital equipment
  - iv) The KCA University Foundation
  - v) Others to be identified by the Association.
- e) To support the academic departments and programs by giving input on how the programs can be improved to meet the needs of industry and society.
- f) To work with the Placement Office to assist alumni and graduating students to find employment.
- g) To provide mechanisms for interaction with the University students through the Students Association of KCA University (SAKU) through events and activities such as career fairs, mentorship programs, retreats, professional forums, etc.
- h) To support the university's administration by discussing matters relating to the university and conveying the same through the office of the Vice Chancellor.

## **PART II – MEMBERSHIP**

### Membership

- 5. Membership is open to all graduates of KCA University
  - 5.1 The membership of the association shall be open to various categories of people upon payment of the registration and annual subscription fees set by the Board and approved by members for the respective categories (see schedule 1). They will consist of the following categories;
    - a) Ordinary Membership:
 

The following shall be eligible to join the association as ordinary members:

      - i) All graduates of KCA University.
      - ii) All individuals who have trained for and completed professional courses with KCA University.
      - iii) All graduates of other universities who have had their training/tuition and completed their programs at KCA University.
    - b) Student Alumni
 

This category comprises alumni of KCA University who have returned for further studies hence are members of both the AAKCAU and SAKU.

However, the Student Alumni cannot vie for any position in the Alumni Association except for senior students.

c) Associate/Affiliate Membership

The following shall be eligible to join the association as associate/affiliate members:

i) Graduates of other universities or institutions who are employees of KCA University and have common interest in the association and the university and must have applied to be admitted to the association.

ii) Parents of past/present students, graduates from other universities with interest of identifying with KCA University and have applied to be admitted to the association.

d) Special Membership

This shall consist of well-wishers/friends and development partners with an interest in the growth/development of KCA University.

e) Honorary Membership

This shall comprise of invited individuals who are highly placed in society and distinguished for their work upon invitation by the Alumni Association Board and with whom the association wants to identify with to meet some of its objectives.

5.2 The Association Board shall fix the rates for membership and subscription fees to be paid by members of the Association. The fees may be revised by the Board from time to time and presented to the general meeting for approval.

5.3 Every member shall pay an annual subscription as will be prescribed by the Board not later than the 30<sup>th</sup> day of January of the succeeding year.

5.4 Any member desiring to resign from the board shall submit his resignation to the secretary, which shall take effect from the date approved by the Board or at next Board meeting.

5.5 Any member may be suspended or expelled from membership if the Board so recommends and if a general meeting of the Association shall resolve by a two-thirds majority of the members present that such a member should be expelled on the grounds that his conduct has adversely affected the reputation or dignity of the Association, or that he has contravened any of the provisions of the constitution of the Association. The Board shall have power to suspend a member from his membership until the next general meeting of the Association following such suspension but notwithstanding such suspension a member whose expulsion is proposed shall have the right to address the general meeting at which his expulsion is to be considered.

- 5.6 Any person who resigns or is removed from membership shall not be entitled to a refund of his subscription or any part thereof or any moneys contributed by him at any time.
- 5.7 Any member who falls into arrears with his annual subscription for more than two years shall automatically cease to be a member of the Association and his name shall be struck off the register of members. The Board may, however, at its discretion, reinstate such member on payment of the total amount of subscription outstanding.

### **PART III – GOVERNANCE**

- |                             |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|-----------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Board                       | 6. The Alumni Association of KCA University shall be managed by a Board.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Appointment as Board member | 7. a) A person shall be qualified for appointment as a chairperson or member of the Board if the person has been an ordinary member of good standing of the Alumni Association for at least three years.<br>b) The members of the Board shall be in office for a 3-year term, renewable once.<br>c) After two terms a Board member must step down for three years, but then will be eligible for re-appointment.<br>d) Each year one third of the Board members shall retire on rotation.                                                                                                                                                                                                                                                                                                                                                                      |
| Duties of the Board         | 8. The Board shall:<br>a) provide overall oversight and leadership for the association.<br>b) provide strategic thinking and direction for the Association in line with the University's Strategic Plan<br>c) meet quarterly to transact business for the Association unless circumstances deem it fit to meet more frequently. In case of urgent matters where the full Board cannot meet, the Secretary shall consult with the Chairperson to convene a meeting with at least two other members of the Board. The decisions reached at such a meeting shall be subject to ratification at the next full meeting of the Board.<br>d) be responsible for resource mobilization from among association members and other people of good will.<br>e) guide the process of replacing outgoing members by having a representative in the ad hoc vetting committee. |

Composition of  
the Board

- 9.
- 9.1 The Board shall consist of the following members on a voluntary basis:
  - a) Chairperson
  - b) Vice Chairperson
  - c) Secretary
  - d) Treasurer
  - e) Members
- 9.2 The Board shall consist of at least five but not more than nine members, drawn from the membership and representative of the diverse graduation groups.
- 9.3 The Board members shall be nominated by at least twenty alumni from the group they represent at the Annual General Meeting.
- 9.4 Members interested in Board positions must send in their applications supported by the list of their nominees in advance when the board positions are declared vacant.
- 9.5 Nominees shall be vetted by an ad hoc independent committee of five people selected by the University Senate Committee in charge of Student Welfare.
- 9.6 Members will be prevailed upon to observe the 2/3 gender rule as is practical.
- 9.7 The list of vetted nominees shall be presented to the membership for consideration during the AGM.
- 9.8 The list of elected officials shall be presented for appointment to the University Senate after the AGM.
- 9.9 The Board shall stand dissolved upon formal notification by the Vice Chancellor in consultation with the University Council.

Chairperson

10. There shall be a Chairperson to the Board who shall be elected directly by the Association members and appointed by the Vice Chancellor. The Chairperson, unless prevented by illness or other sufficient cause, shall:
  - a) Preside over all meetings of the Board and at all General Meetings.
  - b) In consultation with other officials appoint such committees as are necessary to carry out the programs of the Alumni Association effectively.
  - c) Ensure that the Alumni Association activities are run efficiently in conformity with the principles set forth in the constitution of the Association.
  - d) Report on the operations of the Association to the members at the

annual general meeting.

- e) Be a signatory in all bank transactions on behalf of the Associations.
- f) Be the custodian of the Association's assets.
- g) Be expected to act in the best interest of the Association at all times.
- h) Attend University Senate meetings on invitation.

Other Members  
of the Board

11.

11.1 The Vice-Chairperson shall perform any duties of the Chairperson in his absence and;

- a) Shall be the principal deputy to the Chairperson.
- b) Shall oversee any association projects as agreed upon by the Board.
- c) Shall oversee the formation, development and oversight of AAKCAU Chapters across the globe and coordinate Chapter activities.
- d) Shall initiate and manage resource mobilization efforts from members.
- e) Shall perform such duties as may be assigned by the Chairperson.

11.2 The Secretary shall:

- a) Deal with all the correspondence of the Association under the general supervision of the Board.
- b) Issue notices convening all meetings of the Board and all General Meetings of the Association and shall be responsible for keeping minutes of all such meetings and for the preservation of all records of proceedings of the Association.
- c) Coordinate events and activities of the Alumni Association to enhance its awareness to the prospective members and the society at large.
- d) Solicit input from members for meeting agendas and disseminating agendas prior to meetings.
- e) Be the Alumni spokesperson and as such shall keep the Alumni Association in contact with the community.
- f) Undertake any other duties assigned by the Chairperson.

11.3 The Treasurer shall:

- a) Receive and disburse, under the directions of the board, all moneys belonging to the Alumni Association and shall issue receipts for all moneys received by him and preserve vouchers for all moneys paid by him.
- b) Ensure that proper books of account of all moneys received and paid by the Alumni Association are written up, preserved and available for

inspection.

- c) Draft the budget for approval by the General Meeting and strive to ensure that the budget plan is complied with.
- d) Be a signatory to all bank transactions on behalf of the Association.
- e) Prepare and present quarterly and annual accounts and reports of the Association.
- f) Perform any other assignment as may be directed by the Chairperson.

For the afore mentioned purposes, the Board may give directions to the office bearers as to the manner in which, within the law, they shall perform their duties. The Board shall have power to appoint sub- committees, as it may deem desirable to make reports to the Board, upon which such action shall be taken as deemed fit by the Board.

Ceasing Board  
Membership

12. One shall cease to be a member of the Board member if:
- a) He/she ceases to be a member of the Board by resignation.
  - b) He/she is suspended or expelled from membership of the Association.
  - c) The Board passes a two thirds majority resolution to expel him/her from the Board.
  - d) The Board member is absent from four consecutive meetings of the Board without a legitimate apology, he/she shall forfeit membership on the Board and will not be eligible for re-appointment.

#### **PART IV – SECRETARIAT**

AAKCAU  
Secretariat

- 13.
- 13.1 There shall be a Secretariat based at KCA University in Nairobi.
  - 13.2 The head of the Secretariat shall be the person in charge of Alumni relations who shall be a KCA University employee and a KCA University alumnus.
  - 13.3 The Secretariat staff shall be KCA University alumni and may comprise hired personnel, interns, work study students or volunteers.
  - 13.4 The Secretariat shall facilitate the work of the Board and perform specific day to day tasks of the Association on behalf of the Board.

Functions of the

14. The Secretariat shall perform the following functions:

Secretariat

- a) Develop annual work plan based on the strategic plan of the Association.
- b) Coordinate the work of the AAKCAU Chapters across the globe
- c) Mobilize alumni in specific chapters and identify focal persons for each.
- d) Disseminate information about the University to the alumni.
- e) Collect and collate information about alumni and alumni activities.

## **PART V – MEETINGS**

General  
Meetings

### 15. General Meetings

- 15.1 The Annual General Meeting shall be held not later than 30<sup>th</sup> March in each year. Notice in writing of such annual general meetings, accompanied by the annual statement of account and the agenda for the meeting shall be sent to all members not less than 21 days before the date of the meetings and, where practicable, by Press advertisement not less than 14 days before the date of the meetings.
- 15.2 The agenda for any Annual General Meeting shall consist of the following:
  - a) Confirmation of the minutes of the previous annual general meeting.
  - b) Consideration of the accounts.
  - c) Election of office bearers and the Board.
  - d) Appointment of auditors.
  - e) Such other matters as the committee may decide or as to which notice shall have been given in writing by a member(s) to the Secretary at least two weeks before the date of the meeting.
  - f) Any other business with the approval of the Chairperson.
- 15.3 Special General Meetings may be called for any specific purpose by a Committee of the Alumni Association.
- 15.4 Notice for a special general meeting shall be sent to all members not less than 14 days before the date thereof and where practicable by Press advertisement not less than 7 days before the date of such meeting.
- 15.5 A special general meeting may also be requisitioned for a specific purpose by order in writing to the secretary by not less than 2/3 of the members and such meetings shall be held within 21 days of the date of the requisition. The notice for such meeting shall be sent to all

members not less than 14 days before the date thereof.

- 15.6 Quorum for Board meetings shall be not less than 50% of the Board members.
- 15.7 Quorum for general meetings shall be not less than 50 registered members of the Alumni Association.

Procedure at Meetings

16. The procedure at all meetings of the Alumni Association shall be as follows:

- 16.1 The Chairperson, or in his absence, the Vice-Chairperson, or in the absence of both these officers, a member selected by the Board shall chair the meeting.
- 16.2 The Chairperson may at his discretion limit the number of persons permitted to speak in favour of and against any motion.
- 16.3 Resolutions shall be decided by simple voting by a show of hands. In the case of equality of votes, the Chairperson shall have a second or casting vote.

#### **PART VI– MANAGEMENT OF FUNDS**

Funds

17.

- 17.1. The funds of the Association may only be accrued for the following purposes:
  - a) Funding of projects approved by the Board.
  - b) Allowances for Board members and/or honoraria for others as presented by the Board to the membership for approval from time to time.
- 17.2. All monies and funds shall be received by and paid to the Treasurer and shall be deposited by him in the name of the Alumni Association in any bank or banks approved by the Board.
- 17.3. No payments shall be made out of the bank account without a resolution of the Board authorizing such payments.
- 17.4. The accounts of the Association shall be audited annually.
- 17.5. All payments will be approved by the normal procedures of KCA University. The treasurer shall make a request for payment through the Alumni Relations Office for approval through the laid down channels
- 17.6. Proper books of accounts shall be kept in accordance with accepted accounting procedures.
- 17.7. The sources of funds of the Association shall include but not limited to

the following:

- a) Membership and subscription fees
- b) Grants, donations and legacies accepted by the Board on behalf of the Association
- c) Net income from publication and sale of souvenirs
- d) Any other fundraising activities approved by the Board.

17.8. The financial year of the Society shall be from 1st January to 31st December.

#### **PART VII – MISCELLANEOUS**

- |                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
|----------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Dissolution          | 18. The Association is recognized by the KCA University Charter and can only be dissolved on recommendation of the University Council.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Amendments           | 19. Amendments to the Constitution of the Association must be approved by the University Council upon a resolution of at least two-thirds majority of the ordinary members of the Alumni Association.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| Transition Statement | 20. Provisions specific to the nomination and appointment of board members under this Constitution shall take effect immediately it is approved at a Special General Meeting of the Association.<br>20.1 For the purposes of conducting nominations for the board members, the ad hoc Committee will have the powers as specified in the Constitution to conduct nominations and vet the nominees in accordance with this Constitution.<br>20.2 The interim and ad hoc committee is dissolved within one month after the installation and handing over to the board.                                                                                                                                                             |
| Arbitration          | 21. Save where by this Constitution the decision of the Board is made final if at any time hereafter any dispute difference or question shall arise between the Founders, Members, Trustees (if any) or other persons or their personal representatives or any of them respectively touching the construction meaning or effect of this Constitution or any cause or thing therein contained or the rights or liabilities of the said parties respectively or any of them under this Constitution or otherwise howsoever in relation to the Constitution then every such dispute or question shall be referred to arbitration by a single arbitrator appointed by agreement between the parties and in default of such agreement |

by the Chairperson for the time being of the Chartered Institute of Arbitrators (Kenya Branch) in accordance with and subject to the provisions of the Arbitration Act (Chapter 49) of the Laws of Kenya or any statutory modification or re-enactment thereof for the time being in force.

**SIGNED BY:**

Mike Eldon  
Chairman, KCA University Council

Prof. Noah O. Midamba, Ph.D  
Vice Chancellor & CEO, KCA University

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**IN THE PRESENCE OF:**

Bernard Muya  
Chairman AAKCAU

Judy Warui  
University Legal Counsel, KCA University

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# **ALUMNI ASSOCIATION OF KCA UNIVERSITY**

## **(AAKCAU) Constitution**

### **1<sup>ST</sup> SCHEDULE**

Annual subscription fees by category:

- a) Ordinary Members – Kshs2,000.
- b) Student Alumni – Kshs 2,000.
- c) Associate/Affiliate Member – Kshs3,000.
- d) Special Member – Kshs5,000.
- e) Honorary Member – Kshs 10,000.