

# CONSTITUTION OF [ULEMU.COM](http://ulemu.com)

## ARTICLE I - NAME AND REGISTERED OFFICE

**Section 1:** The name of the association shall be "[Ulemu.com](http://ulemu.com)," hereinafter referred to as the "Association."

**Section 2:** The registered offices of the Association shall be located in Glenbarrow, Rosenallis, Co. Laois, R32W3V6 and in Sonko Village, Chisi Island, Traditional Authority Mkumbira, Zomba District, Malawi.

## ARTICLE II – MAIN OBJECT (VISION/MISSION), SUBSIDIARY OBJECTIVES & METHOD (ACTIVITIES)

### Section 1: Main object (Vision & Mission)

The Association's main object is to fulfill Articles 25 and 26 of the Universal Declaration of Human Rights for every child, beginning with those in Ireland and Malawi. This main object means providing every child with enough food to grow up healthy, access to medicine when they get sick, and the opportunity to learn how to read and write, thus enabling them to live with dignity to their greatest potential.

### Section 2 : Subsidiary Objectives :

The subsidiary objectives of the Association, corresponding to the United Nations Sustainable Development Goals (aka the '2030 Global Goals') and beginning with the youngest and most vulnerable residents of Chisi Island in Malawi, are to:

#### 2.1. Education:

Ensure inclusive and equitable quality education and promote lifelong learning opportunities for all, starting with the youngest and most vulnerable.

2.1.1. Ensure lifelong learning opportunities for all;

2.1.2. Ensure equity, inclusion and gender equality for all;

2.1.3. Ensure effective learning and the acquisition of relevant knowledge, skills and competencies;

2.1.4. Ensure the relevance of learning, in terms of vocational and technical skills for decent work as well as for global citizenship in a plural and interconnected world.

#### 2.2. : Health:

Ensure healthy lives and promote well-being at all ages, starting with the youngest and most vulnerable.

2.2.1. By 2030, end preventable deaths of newborns and children under 5 years of age (i.e. reducing neonatal mortality to less than 12 per 1,000 live births and under-5 mortality to less than 25 per 1,000 live births).

2.2.2. By 2030, reduce the global maternal mortality ratio to less than 70 per 100,000 live births.

2.2.3. By 2030, end the epidemics of AIDS, tuberculosis, malaria and neglected tropical and water-borne diseases and other communicable diseases.

2.2.4. By 2030, reduce by one third premature mortality from non-communicable diseases through prevention and treatment and promote mental health and well-being.

2.2.5. Strengthen the prevention and treatment of substance abuse, including narcotic drug abuse and harmful use of alcohol.

2.2.6. By 2030, ensure universal access to sexual and reproductive health-care

services, including for family planning, information and education, and the integration of reproductive health into national strategies and programmes.

2.2.7. Achieve universal health coverage, including financial risk protection, access to quality essential health-care services and access to safe, effective, quality and affordable essential medicines and vaccines for all.

2.2.8. Substantially reduce the number of deaths and illnesses from hazardous chemicals and air, water and soil pollution and contamination.

2.2.9. Substantially increase health financing and the recruitment, development, training and retention of the health workforce.

2.2.10. Strengthen the capacity for early warning, risk reduction and management of health risks and natural resource management.

### **2.3. Nutrition:**

End hunger, achieve food security, and improve nutrition through sustainable agriculture.

2.3.1. By 2030, end hunger and ensure access by all people, in particular the poorest and people in vulnerable situations, including infants, to safe, nutritious and sufficient food all year round.

2.3.2. By 2030, end all forms of malnutrition, including achieving, by 2025, the internationally agreed targets on stunting and wasting in children under 5 years of age, and address the nutritional needs of adolescent girls, pregnant and lactating women and older persons.

2.3.3. By 2030, double the agricultural productivity and incomes of small-scale food producers, in particular women and fishers, including through secure and equal access to land, other productive resources and inputs, knowledge, financial services, markets and opportunities for value addition and non-farm employment.

2.3.4. By 2030, ensure sustainable food production systems and implement resilient agricultural practices that increase productivity and production, that help maintain ecosystems, that strengthen capacity for adaptation to climate change, extreme weather, drought, flooding and other disasters and that progressively improve land and soil quality.

2.3.5. By 2030, maintain the genetic diversity of seeds, cultivated plants and farmed and domesticated animals and their related wild species, including through soundly managed and diversified seed and plant banks on Chisi Island, and promote access to and fair and equitable sharing of benefits arising from the utilization of genetic resources and associated traditional knowledge, as internationally agreed

2.3.6. Increase investment, including through enhanced international cooperation, in rural infrastructure, agricultural research and extension services, technology development and plant and livestock gene banks in order to enhance agricultural productive capacity.

2.3.7. Correct and prevent trade restrictions and distortions in world agricultural markets to the benefit of the residents of Chisi Island and communities like them, including through the parallel elimination of all forms of agricultural export subsidies and all export measures with equivalent effect, in accordance with the mandate of the Doha Development Round.

2.3.8. Adopt measures to ensure the proper functioning of food commodity markets and their derivatives and facilitate timely access to market information, including on food reserves, in order to help limit extreme food price volatility to the benefit of the residents on Chisi Island.

### **Section 3 : Method (Activities)**

The Association will achieve its main object by establishing partnerships between communities in Ireland and Malawi that develop community-owned, commercially viable, environmentally sustainable, scalable solutions, through the following activities :

- Discussing global inequalities and sustainable, scalable, community-level solutions with children and adults
- School meals programmes
- Teacher training
- Developing youth clubs and after-school homework clubs
- Environmentally-friendly agricultural and agro-forestry training and extension services
- Toy production and distribution
- Providing quality medical treatment and care where the state is unable to do so
- Investing in the education and economic empowerment of intellectually and athletically gifted youth
- Supporting cross-cultural and inter-faith learning and exchange programmes
- Supporting and digitising the finances of village banks, community savings and loan groups, and credit unions
- Fundraising
- Alleviating suffering and other unmet humanitarian needs
- Other activities deemed complementary to the achievement of the Association's main object by the Association's Executive Committee

## **ARTICLE III – MEMBERSHIP**

### **Section 1: Membership Eligibility**

Any individual or organization committed to furthering the vision, mission, and objectives of the Association may apply for membership.

### **Section 2: Admission of Members**

Admission of new members shall be at the discretion of the Association's Executive Committee, subject to fulfillment of eligibility criteria and payment of prescribed membership fees.

### **Section 3: Rights and Responsibilities of Members**

Members shall have the right to participate in the Association's activities, attend general assembly meetings, and express their opinions. Members are also responsible for upholding the constitution, paying membership dues, and actively supporting the Association's initiatives.

## **ARTICLE IV - STRUCTURE AND GOVERNANCE**

### **Section 1 : Trustees**

The number of the Trustees of The Association shall not be less than three (3). The first Trustees shall be:

- |                |                  |
|----------------|------------------|
| • Cian Joyce   | • James Roditi   |
| • Ailbhe Joyce | • Richard Kennan |
| • Evin Joyce   | • Mary Gordon    |

To insure any or all of the Trustees against personal liability incurred in respect of any act or omission which is or is alleged to be a breach of trust or breach of duty, provided he or she acted in good faith and in the performance of his or her functions as charity trustee (as defined in the Charities Act, 2009).

### **Section 2: Executive Committee**

The Association shall have an Executive Committee consisting of at least three trustees, including a Chairperson, Secretary, and Treasurer who are nominated by the members and elected by the Trustees. The Executive Committee shall meet at least once per year. The Executive Committee shall be responsible for the management and administration of the Association in accordance with the Charities Act 2009.

No remuneration shall be payable to any of the Executive Members in respect of his/her services as Executive Member or on any committee of the Executive. The Executive Members may be paid travelling, hotel and other expenses properly incurred by them in attending and returning from meetings of the Executive or any committee of the Executive or General Assembly or otherwise in connection with the business of the Body.

### **Section 3: General Assembly**

A General Assembly shall take place annually in Ireland and Malawi. General Assemblies shall be open to all members to discuss the progress, programs, and future direction of the Association. Decisions taken by the General Assembly shall determine the agenda of the Executive Committee.

### **Section 4: Financial Matters**

The Association shall maintain accurate financial records and operate with transparency. An annual financial report shall be presented to the General Assembly.

## **ARTICLE V – ALTERATIONS, ADDITIONS AND AMENDMENTS**

Amendments to this constitution may be proposed by a majority vote of members at a General Assembly meeting. Amendments may be proposed and ratified by a majority vote of the Executive Committee.

The Executive Committee must ensure that Ireland's Charities Regulator has a copy of its most recent governing instrument (i.e. this document). If it is proposed to make an amendment to the governing instrument of The Association which requires the prior approval of the Charities Regulator, advance notice in writing of the proposed changes must be given to the Charities Regulator for approval, and the amendment shall not take effect until such approval is received.

## **ARTICLE VI – INCOME AND PROPERTY**

The income and property of the Association shall be applied solely towards the promotion of main object(s) as set forth in this Constitution. No portion of the Association's income and property shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to members of the Association. No charity trustee\* shall be appointed to any office of the Association paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from the Association. However, nothing shall prevent any payment in good faith by the Association of:

- a) reasonable and proper remuneration to any member or servant of the Association (not being a charity trustee) for any services rendered to the Association;
- b) interest at a rate not exceeding 1% above the Euro Interbank Offered Rate (Euribor) per annum on money lent by charity trustees or other members of the Association to the Association;
- c) reasonable and proper rent for premises demised and let by any member of the Association (including any charity trustee) to the Association;
- d) reasonable and proper out-of-pocket expenses incurred by any charity trustee in connection with their attendance to any matter affecting the Association;
- e) fees, remuneration or other benefit in money or money's worth to any Company of which a charity trustee may be a member holding not more than one hundredth part of the issued capital of such Company;
- f) Nothing shall prevent any payment by the Association to a person pursuant to an agreement entered into in compliance with section 89 of the Charities Act, 2009 (as for the time being amended, extended or replaced).

\*charity trustee as defined by section 2(1) of the Charities Act, 2009

#### **ARTICLE VIII – WINDING UP**

If upon the winding up or dissolution of the Association there remains, after satisfaction of all debts and liabilities, any property whatsoever, it shall not be paid to or distributed among the members of the Association. Instead, such property shall be given or transferred to some other charitable institution or institutions having main objects similar to the main objects of the Association. The institution or institutions to which the property is to be given or transferred shall prohibit the distribution of their income and property among their members to an extent at least as great as is imposed on the Association under or by virtue of the Income and Property clause hereof. Members of the Association shall select the relevant institution or institutions at or before the time of dissolution, and if and so far as effect cannot be given to such provisions, then the property shall be given or transferred to some charitable object with the agreement of the Charities Regulator. Final accounts will be prepared and submitted that will include a section that identifies and values any assets transferred along with the details of the recipients and the terms of the transfer.

This constitution was adopted on \_\_/\_\_/\_\_\_\_ by the first General Assembly of [Ulemu.com](http://Ulemu.com).