



**CONSTITUTION OF THE
UGANDA ASSOCIATION OF PUBLIC
ADMINISTRATION AND MANAGEMENT
(UAPAM)**

**ENDORSED BY THE UAPAM EXECUTIVE COMMITTEE ON JULY 12, 2023 AND
APPROVED BY THE UAPAM GENERAL ASSEMBLY ON OCTOBER 6, 2023 IN
KAMPALA, UGANDA**

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ARTICLE 1. PREAMBLE

The Uganda Association of Public Administration and Management (UAPAM) is the National Chapter of the African Association of Public Administration and Management (AAPAM). AAPAM, which is recognised by the African Union Public Service Charter, is an international professional organization that promotes best practices, excellence and professionalism in public administration and management. This Association was established by interested persons and institutions in response to the need for an independent association to promote Public Administration and Management in Uganda.

UAPAM is a premier international professional organization that promotes best practice and excellence in public administration and management in Africa through research, publications, training, seminars, consultancy, conferences and awards.

ARTICLE 2. INTERPRETATION

Under these provisions, unless the context indicates otherwise,

- (i) “The Association” means the Uganda Association for Public Administration and Management (UAPAM).
- (ii) The “General Assembly” means the Assembly constituted under Article 7 Clause i of the Constitution.
- (iii) “The Committee” means the Executive Committee constituted under Article 7 Clause ii of the Constitution.
- (iv) “The Public Service” includes the Civil Service, the Police Forces, the Armed Forces and the Services of Local Government, Statutory Bodies and Corporations.

ARTICLE 3. NAME, HEADQUARTERS, AFFILIATION AND WORKING LANGUAGE

- (i) Name : The Association shall be called “The Uganda Association for Public Administration and Management” (UAPAM) hereafter referred to as “The Association”.
- (ii) UAPAM is domiciled at the Office of the President, Republic of Uganda
- (iii) Headquarters: It is located at Uganda Management Institute, Kampala, Uganda.
- (iv) The working language of UAPAM is English and Kiswahili.

ARTICLE 4. MANDATE

To professionalise Public Administration and Management practice in Uganda.

ARTICLE 5. OBJECTIVES

The objectives of Uganda Association for Public Administration and Management are to:

- (i) Facilitate the exchange of ideas and experiences in public administration and management, including participation in international spaces;
- (ii) Advance the theory, research, consultancy and practice of public administration and management;
- (iii) Promote the adoption of more effective and harmonious administrative and management systems and practices;
- (iv) Recognise public administration and management training programs in Uganda;
- (v) Promote synergies and partnerships between various actors in public administration such as Policy Makers, Ministries, Departments, Agencies, Local Governments, NGOs, international bodies and media; and
- (vi) Enhance the visibility of the public administration professionalism of the Public Service.

ARTICLE 6. MEMBERSHIP

(i) Categories of Membership

The Association shall consist of Corporate, Affiliate and Individual Members, and eligibility shall be determined as elaborated hereunder:

a). Corporate Members:

Any Organization whose purpose and activities are in consonance with the objectives of the Association shall be eligible to join as a Corporate Member.

b). Individual Members:

Any individual of good standing in the community whose profession and activities promote the interests of the Association shall be eligible to join as an Individual Member.

c) Affiliate Members:

The Association may confer affiliate status to AAPAM networks and associations representing dedicated categories.

At the commencement of this Constitution, Affiliate Membership shall automatically be conferred onto the Public Administrators Association of Uganda (PAAU), Human Resource Managers Network (HRMnet) and Young Professionals Network.

(ii) Admission and Cessation of Membership

- a) The membership committee may admit eligible members to the association
- b) Any member may withdraw from membership of the Association by notifying the Secretary-General in writing, upon the settlement of all outstanding financial obligations
- c) A member shall cease membership upon failure to remit annual subscription fees for three consecutive years, insanity, death or expulsion by a resolution of the General Assembly for gross misconduct. What constitutes gross misconduct shall be defined in accordance with the laws of Uganda and shall include fundamental breach of this Constitution.
- d) Any member of the Association who resigns or is removed from membership shall not be entitled to a refund of any subscriptions to the Association or any part thereof or any moneys contributed by such a member at any time.
- e) Any member of the executive shall relinquish their office upon ceasing membership of the Association
- f) The Executive Committee may suspend a member who breaches this Constitution, commits any action which brings the Association into disrepute, provides the Association with false or misleading information or has been found guilty of committing a criminal offence.
- g) A former member shall redeem membership if he/she pays the owed membership and subscription fees, becomes sane again, or is absolved of gross misconduct by competent courts of law.

(iii) Rights and Obligations of Members

- a) The rights of members shall include:
 - Participating in the deliberations and activities of the Association;
 - Being eligible to vote and be voted for;
 - Corporate members being represented by their respective CEOs or their delegates;
 - Corporate members are eligible to be elected amongst the five corporate members on the Executive Committee.
- b) Obligations of members shall include:
 - Respecting and upholding the Constitution;
 - Promoting the objectives of the Association;
 - Participating in the activities of the Association;
 - Payment of annual subscriptions by 1st of October of every year; and
 - Payment of membership fees and any other dues.

ARTICLE 7. GOVERNANCE, ORGANISATION AND OFFICERS

The Association shall have four institutional organs namely, the General Assembly, Executive Committee and the Secretariat.

(i) General Assembly

The General Assembly shall be:-

- a) Comprised of all paid up members;
- b) Constituted by the gathering of the members convened by the President of the Association, at least once a year;
- c) Making decisions through consensus or majority vote; and
- d) Responsible for Approving the policies of the Association, deliberating on the Secretary General's report, consider reports from the Executive Committee, electing Members of the Executive Committee, appointing the Association Auditors and voting on any amendment of the Constitution and/or dissolution of the Association through a special resolution.

(ii) Executive Committee

- a) UAPAM leadership is vested in the Executive Committee, which is composed of 15 members as follows:-
 - a) President
 - b) Vice President
 - c) Secretary General
 - d) Vice Secretary General
 - e) Treasurer
 - f) Vice Treasurer
 - g) Management Development Institute (MDI) representative to AAPAM Council – Uganda Management Institute (UMI)
 - h) Representative of the Public Administrators Association of Uganda
 - i) Representative of the Human Resource Managers Network (HRMnet)
 - j) Representative of the Young Professionals
 - k) Five Representatives of Corporate Members

(iii) Term of Office for the Executive Committee

- a) The Term of Office of all the office bearers, apart from the President and the Secretary General, shall be five (5) years and will be eligible for re-election only once.
- b) The Director General of Uganda Management Institute (UMI) shall be the Secretary General of UAPAM by virtue of it being the only public Management Development Institute in Uganda at the moment.

(iv) Functions of the Executive Committee:

The Executive Committee shall be responsible for:

- a) The daily management of the Association;
- b) Reviewing and recommending policy of the Association to the AGM for approval;
- c) Defining the internal and external policies of the Association;
- d) Establishing sub-committees to handle, on its behalf, certain specialized functions, including the membership committee;
- e) The strategic direction of the Association;
- f) Developing a Governance Charter and rules of procedure to guide its proceedings and those of the General Assembly;
- g) Nominating a member to the UMI Governing Council or any other governing body where UAPAM representation is requisite;
- h) Setting targets for the annual performance of the Association;
- i) Appraising and evaluating the performance of the management of the Association;
- j) Preparing the Annual Budget for approval by the AGM;
- k) Raising funds for routine and general management of the Association;
- l) Preparing agenda and call for General Assembly meetings;
- m) Maintaining and updating the membership register of the Association;
- n) Determining the organizational structure and staffing of the Association;
- o) Appointing and disciplining Members of the Association and staff; and
- p) Performing any other function relating to the above as the AGM may direct.

(v) Secretariat

- a) The Secretariat shall be located at Uganda Management Institute.
- b) The Executive Committee shall appoint an Administrator and any other staff members who shall be supervised by the Secretary General.
- c) The Executive Committee shall determine the terms, conditions and tenure of service of the Administrator.
- d) The Secretary General shall be the Accounting Officer of the Association and shall be responsible to the Executive Committee.

(vi) Voting for office bearers

- a) The General Assembly, shall at the General meeting preceding the election year, elect a paid up member who shall be the election Presiding Officer to preside over to preside over elections during the General Assembly.
- b) The Executive Committee shall ensure that the voting mechanisms, rules and regulations are in line with the following principles:-
 - Universal Suffrage: All paid up members are entitled to vote (active suffrage) and to be elected (passive suffrage);
 - Equal Suffrage: The votes of all voters have the same weight in respect of the outcome of the election.
 - Direct Suffrage: Every person entitled to vote may elect Members of the Executive Committee directly and without intimidation.
 - Personal Suffrage: Voters shall cast their ballots in person and nobody should appoint another person to vote for him or her by proxy.
 - Secret Ballot: The guarantee of a secret ballot is that voters can cast their votes without anybody observing them.
 - Free Suffrage: Voters are entirely free in their decision and must on no account be interfered with by threats or pressure.
- c) Each paid up delegate present at a meeting of the General Assembly shall be entitled to vote and be voted for.
- d) The Presiding Officer shall not be entitled to vote in the election of Officers of the Association.
- e) The Presiding Officer shall lead the assembly to determine the voting procedure
- f) In the event of an equality of votes, the question shall be decided by lot.
- g) A decision of a meeting of the General Assembly shall require a majority of the votes of the delegates present and entitled to vote.
- h) The Five Corporate Members, Public Administrators Association of Uganda, HRMnet and Young Professionals shall be constituted into their respective electoral colleges to determine their representatives to the Executive Committee

(vii) Resignation, Removal and Replacement of Office bearers

- a) Any vacancy in the membership of any of the organs of the Association caused by death, resignation, expiry of term of office, incapacitation or ill health shall not be filled until the next General Assembly of the Association.
- b) Any member or all members of the Executive may be removed from office on all or any of the following grounds:

- Absence from meetings on three consecutive occasions without reasonable cause;
- Incompetence;
- Unethical behaviour;
- Financial malfeasance;
- Conviction of a criminal offense;
- Ceasing membership as provided for in Article 6(ii) hereof; and
- Any other ground as determined by the General Assembly.

(viii) Duties and functions of Office Bearers

The President shall perform the following duties:

- a) Be the Head of the Executive Committee and the Association;
- b) Be responsible and answerable for all activities/functions of the Association and to this end, he/she shall be acquainted with all the day-to-day operations of the Association;
- c) Supervising the overall management of the Association and guide the conduct of its affairs as set out in this Constitution;
- d) Presiding over Executive Committee Meetings, Annual General Meetings and any other Extra Ordinary Meetings as may be provided for by this Constitution;
- e) Delegating any of his/her responsibilities to the Vice President or any Member of the Executive Committee and where necessary, provided that the delegated responsibilities are in writing and shall be performed according to expected standards.

The Vice President shall perform the following duties:

- a) Assist the President in the execution of his/her duties as specified above and shall chair all Executive Committee meetings in the absence of the President;
- b) Coordinating all activities relating to development projects; and
- c) Devise mechanisms to enlist, uphold and strengthen beneficial networks that the Association may have developed with similar Associations, organizations or individuals.

The Secretary – General shall perform the following duties:

- a) Serve as the Secretary to the Executive Committee, General and Extra Ordinary Meetings of the Association and in particular, take minutes of all meetings of the Executive Committee and the Association;
- b) Handle all matters of correspondence pertaining to the Association, including issuing circulars, notices to convene meetings, preparing agendas for the meetings in consultation with the President and circulation of draft minutes;
- c) Keep safe and secure the Association seal, stamp and all official documents;
- d) Maintain the register of Members, establish and regularly update the Association's database;

- e) Maintain an up-to-date inventory of the property of the Association;
- f) Execute administrative assignments as approved and directed by the Executive Committee including placing orders of all purchases approved and directed by the Executive Committee; and
- g) Oversee the cleanliness and up-keep of the office premises.
- h) In the absence of the General Secretary, the Executive Committee shall nominate among its Members a person to take on the duties of the General Secretary until the substantive General Secretary recommences duty. It will be the duty of the General Secretary to communicate this nomination.

The Vice Secretary – General shall perform the following duties:

- a) Assist the Secretary – General in the execution of his/her duties as specified above.
- b) Perform any other act or thing as shall be assigned to him/her by the Executive Committee or the AGM.

The Treasurer shall perform the following duties:

- a) Take Charge of all the resources belonging to the Association.
- b) Be responsible for the proper upkeep of all books of accounts of the Association.
- c) Receive, keep in the Bank and disburse all the monies of the Association subject to the approval of the Executive Committee through the President.
- d) Prepare and present an annual balance sheet and duly audited financial Statements at the Annual General Meeting of the Association.
- e) Prepare and present periodic Statements of Accounts as shall be determined by the Financial Regulations.
- f) Account for all receipts and payments made on behalf of the Association and ensure that such payments are in accordance with the sanctioned budgetary estimates and obtaining proper discharge for such payment.
- g) Advise the Executive Committee from time to time with regard to the financial position and prospects of the Association.

The Deputy Treasurer shall perform the following duties:

- a) Assist the Treasurer in the execution of his/her duties as specified above.
- b) Perform any other act or thing as shall be assigned to him/her by the Executive Committee or the AGM.

ARTICLE 8. MEETINGS OF THE ASSOCIATION

(i) Annual General Meeting (AGM)

- a) The Annual General Meeting of the Association shall be held at least once every year on such appropriate date, but preferably in the last quarter of the calendar year at a venue agreed upon by the Executive Committee.

- b) The AGM shall be considered properly constituted by the quorum of 25% all the fully paid up members.
- c) It shall be held following at least 7 days' notice to all members. The notice for the Annual General Meeting shall be accompanied by a comprehensive agenda and relevant attachments for Members to study before the meeting.
- d) The Annual General Meeting shall transact the following business:
 - Receive, read and confirm the minutes of the previous Annual General Meeting and consider and discuss matters arising out of the minutes.
 - Receive and approve the report of the Executive Committee for the preceding financial year of the Association.
 - Consider and approve any proposed resolutions on future plans and activities from the Executive Committee.
 - Receive, discuss and approve financial report of the preceding financial year. The report shall include, but not limited to, the Balance Sheet, Statement of accounts, Receipts, Expenditure, Assets and Liabilities.
 - Discuss the affairs of the Association as per the prepared agenda and transact any other business which shall be duly submitted to the meeting.
 - Carry out appropriate and due nominations and elections of office bearers.
 - Receive and approve the budget estimates and projections for the following year.

(ii) Extra-ordinary General Meeting (EGM)

The Extra-Ordinary General Meeting may be called either by:

- a) The Executive Committee as and when there is need but specifically if there is an urgent matter that has to be resolved before the next Annual General Meeting. Such matters may include: -
 - removing some members of the Executive Committee and filling the vacancies thereby caused;
 - Amending the Constitution by a two-thirds majority vote of members present and voting; and
 - Dissolving the Association and determining the distribution of its assets.
- b) Upon requisition made in writing 14 days before the meeting by more than half of the paid up members;
- c) The item(s) to be discussed at the Extraordinary General Meeting shall be so critical that they cannot wait for the next Annual General Meeting and shall be the only ones to be considered at that meeting.

(iii) Executive Committee Meeting

- a) The Executive Committee shall hold quarterly meetings. However, other meetings may be called as and when need arises, on days and at venues to be decided by the Executive Committee Members.

b) The Executive Committee meetings shall discuss but not limit itself to the following:

- Receive, read and confirm the minutes of the previous Executive Committee meeting and consider and discuss matters arising out of the minutes;
- Receive and approve the monthly quarterly and annual progress reports from the Office Bearers;
- Make presentation of future plans and activities at annual and extra-ordinary General Meetings for purposes of receiving consensus on appropriate strategies for their effective implementation;
- Discuss the affairs of the Association as per the prepared agenda and transact any other business, the report of which shall be presented at the General Meeting; and
- Review the status of the Association and prepare future plans.

(iv) Notices, Quorum and Resolutions

Notices

- a) The Notice calling for the Annual General Meeting and Extra-Ordinary General Meeting shall not be less than thirty (30) and fourteen (14) days respectively prior to the date of the meeting.
- b) Notices for meeting shall be communicated in writing to the Member's official address and accompanied with electronic communication through each Members' E-mail address and or any other convenient and affordable means.
- c) The Notice period for the Executive Committee meetings shall not be less than ten (10) days and shall be communicated to Members by E-mail or any other convenient and affordable means.

Quorum

- a) The quorum for the General Meeting and Extra-Ordinary General Meeting shall be 25% all the fully paid up members.
- b) The quorum for the Executive Committee Meetings shall be at least half of its members, provided that the President or Vice-President and the General Secretary shall be present.
- c) In case any two consecutive meetings do not realize a quorum, the third meeting shall be carried on regardless of the number of members present and the resolutions made therein shall be binding to all Members.
- d) No quorum shall be required for making a decision to adjourn the meetings.

Resolutions

- a) Resolutions of the meetings of the Association shall be carried by consensus or a simple majority by voting.
- b) Exception for provision in (a) above shall be in case of dissolution of the Association which shall be through a Special Resolution.
- c) Resolutions of the meetings shall be binding to all other Members.

Other matters related to the Meetings

- a) Members intending to bring forward any proposition at the Annual General Meeting shall give written notice to the Executive Committee not less than fifteen (15) days before the meeting.
- b) Sub-Committees of the Executive Committee or the General Assembly shall regulate their own proceedings in accordance with the Terms of Reference and report to the appointing authority as required.
- c) Any Member who fails to attend a total of three consecutive meetings without prior notice backed with credible reasons shall be considered not an active Member.

ARTICLE 9. RESOURCES AND ACQUISITION OF PROPERTY

- i) The resources for the Association shall consist of:-
 - a) Membership Fees;
 - b) Annual Members' subscriptions;
 - c) Payment for services rendered;
 - d) Proceeds from the sale of publications;
 - e) Donation and legacies;
 - f) Grants from organizations, governments or individuals;
 - g) Subventions from corporate members; and
 - h) Other sources as may be determined and approved by the Executive Committee.
- ii) The Association shall have the power to acquire, hold and dispose of property.
- iii) The Association shall retain 60% of the resources emanating from Uganda and remit 40 % to AAPAM Secretariat account.

- iv) All land, buildings and other immovable property and all investments and securities of the Association shall be vested in the Executive Committee and be managed by the Secretary-General.

ARTICLE 10. FINANCIAL PROVISIONS

The Accounts of the Association shall be audited annually by an Auditor appointed by the Executive Committee for a period of five years from a list of five candidates selected for their skills by the Executive Committee in accordance with the Associations financial manual.

ARTICLE 11. AMENDMENT TO THE CONSTITUTION

- i) This Constitution may be amended by the General Assembly upon a proposal of the Executive Committee or upon a written request of not less than $\frac{1}{4}$ of paid up members of the Association.
- ii) Proposals for amendment or revision shall be submitted to the President of UAPAM, who shall forward copies to the Executive Committee Members within thirty (30) days of receipt.
- iii) The General Assembly, after consulting the Executive Committee, shall examine these proposals during the session and may proceed to their adoption by consensus or by two-thirds of the majority of the AGM.

ARTICLE 12. THE SEAL

- i) The Association shall have a seal inscribed “UGANDA ASSOCIATION FOR PUBLIC ADMINISTRATION AND MANAGEMENT” which shall be safely kept by the Secretary-General at the Secretariat or in such a place as the Secretary-General may from time to time direct.
- ii) The seal shall not be affixed to any document except by the authority of the Secretary General.

ARTICLE 13. DISSOLUTION

- i) The dissolution of the Association may be proclaimed by the General Assembly convened for this purpose, through a vote of three-fourths of the total number of corporate and individual members.
- ii) In the event of dissolution, the assets of the Association remaining after discharge of all liabilities shall be disposed of by the Executive Committee in such a manner as the General Assembly may by ordinary resolution determine, PROVIDED that no property whatsoever shall be given or transferred to or distributed amongst the members of the Association BUT shall be given or transferred to some other institution (or institutions) having similar aims and objectives as UAPAM, and whose Constitution also prohibits the distribution of its assets amongst its members