



# WESTERN OUTREACH (WESO) MINISTRY

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**Our ref:** CONSTITUTION REVIEW 2022

**Your Ref:**

**Date** 24/10/2022

Dear WESO Member,

Greetings in the wonderful Name of our Lord and Savior, Jesus Christ!

The Board of trustees in accordance with Section 12 has embarked on amending the WESO constitution to make it relevant, applicable, and compliant with the contemporary realities. The Board of trustees, therefore is calling on WESO members to give their views to the proposed amendments. Attached to this letter is the proposed amended WESO constitution October 2022.

Follow this link to give your views <https://forms.gle/XRLYY3f4SiYSFriJ8> or send them to [westernoutreachministry@gmail.com](mailto:westernoutreachministry@gmail.com). The deadline for submission is 14<sup>th</sup> November 2022 midnight. The Final document will be presented to SGM in December 2022 for final consideration and promulgation.

Thank you very much for reading and forwarding your views. We will be grateful to have you in the achievement of the proposed amended WESO constitution October 2022. We are looking forward to hear a response from you through the said contact.

May God bless you and your family.

Sincerely yours,

Dr. Wambeye Marakia  
General Secretary –WESO



# **WESTERN OUTREACH (WESO) MINISTRY**



## **The Proposed amendments to WESO Constitution October 2022**

24<sup>th</sup> October, 2022

*(Prepared by Western Outreach Board of Trustees in accordance with Section 12 of  
the WESO Constitution)*

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## **PREAMBLE**

Western Outreach was launched on 16<sup>th</sup> November 1986 at the University of Nairobi when a few Christian brethren who were students in the Universities within Nairobi and came from Western Kenya met and formed what was then Western Students' Outreach. The purpose and vision of forming WESO was based on Mark 3:14 *"Then He appointed twelve, that they might be with Him and that He might send them out to preach...."* The primary objective and vision of WESO was therefore to bring all brethren students from Western Kenya into a fellowship, which would also spread the word of God to Western Kenya and the rest of the world in general.

WESO grew both in numbers and scope and expanded to include brethren students in Universities outside Nairobi and non-University brethren students from tertiary institutions. Later, the members graduated from the Universities and tertiary institutions, necessitating the leaders to convert WESO from being just a student organization to a more general one. The name Western Students Outreach was therefore changed to Western Outreach, with the acronym WESO remaining unchanged. As WESO grew, there was need to reorganize its management, and this included engaging a full-time General Secretary as well as obtaining land and setting up a head quarter. The first fulltime General Secretary (GS) was appointed in 1995 and was based in Webuye town which was designated as the headquarters of WESO. A piece of land was acquired there and construction of WESO headquarters initiated.

Dynamics of society have changed since WESO was launched 36 years ago. This includes expansion of/university education through award of more university charters countrywide, opening of more tertiary institutions, promulgation of the Constitution of Kenya 2010, and significant increase in number of members. It became necessary to amend the constitution of WESO to make it relevant, applicable, and compliant with the contemporary realities, hence the present amendments.

## **CHAPTER ONE**

### **NAME**

- 1). The name of the Society shall be WESTERN OUTREACH MINISTRY and whose acronym will be WESO, hereinafter referred to as The Society.

## **CHAPTER TWO**

### **LOCATION**

- 2). The registered office of The Society shall be located at Webuye Town as the Headquarters in the Republic of Kenya.

## **CHAPTER THREE**

### **IDEOLOGY**

#### **3). VISION:**

Every convert a disciple of Jesus Christ, every disciple a soul winner, and every church leader equipped for ministry.

#### **4). MISSION:**

We exist to grow up mature disciples, ready to preach the gospel of Jesus Christ to the lost and train Christians for effective ministry in the society.

#### **5). CORE VALUES**

1. Unity in Christ.
2. Outreach
3. Integrity and Stewardship
4. Innovativeness
5. Discipleship
6. Professionalism

## **CHAPTER FOUR**

### **OBJECTIVES**

**6).** The objectives of The Society shall be non-political, interdenominational, and non-profit making, and shall include:

#### **1) Christian Ministry.**

- a) To preach the gospel of the Kingdom of God as commanded by our Lord Jesus Christ in Mark 16:15, Acts 1:8 and Acts 20:20 beginning from Western Kenya with an aim of reaching the whole world through crusades, open air meetings, personal evangelization, trainings and any other forms of Christian evangelism and communication media. To encourage members in their fellowship with Christ and with one another according to 1 John 1:3 through fellowships, seminars, camps, retreats and any other forms of Christian meetings and communication media.
- b) To disciple believers according to Matthew 28:19 – 20, Mark 3:14

#### **2) Environmental Conservation.**

- a) To create awareness and sensitize the members and general public on the need to preserve the environment for posterity.

- b) To empower the general public to take direct responsibility of the natural resources they depend on directly or indirectly for their livelihoods and how to exploit them in a sustainable manner.
  - c) To mobilize members and the general public to initiate, implement and manage or participate in environmental conservation projects and activities in their local and other areas.
- 3) Agriculture and Nutrition.**
- a) To promote modern farming technologies that maximize land and labour productivity and are environmentally friendly.
  - b) Encourage and promote farming systems that are sustainable and ensure balanced diets at household level in order to mitigate health and food related challenges.
- 4) Public and Mental Health.**
- a) To create awareness and sensitize members and the public on the existence and facts about existing and emerging health concerns.
  - b) To create awareness and sensitize members and the public on dangers of using prohibited addictive drugs, alcohol, and other substances that the Bible teaches against.
- 5) Income Generating Activities (IGA)**
- a) To set up income generating activities that will ensure sustainability of The Society's recurrent expenditure, projects and activities.
  - b) To encourage and support its members to engage in IGA at individual, household or fellowship level to stem the challenges of unemployment and boosting members' incomes.

## **CHAPTER FIVE**

### **MEMBERSHIP**

- 7).** Any born again Christian who professes Jesus Christ as Lord and Saviour.
- 8).** A Member may register in any of the following categories.
  - 1) Student in a university or tertiary college.
  - 2) Non-student. This includes:
    - a) Those who were students as described in 8) 1) above
    - b) Those who support the vision and mission of WESO
- 9).** Church and Christian organizations which wish to be part of the WESO family and support the vision and mission of WESO may be accepted as partners.



- 10).** All members shall fill the declaration form in Schedule A and shall receive a notification that he/she is a member of The Society.
- 11).** There shall be a non-refundable registration and annual subscription fee for each of the categories of members. The amount of fees shall be determined by the NEC and approved by the AGM. Additionally, members shall be required to make contributions as need arises.
- 12).** A member may terminate his/her membership with The Society:
- 1) Through resignation by submitting a written letter, stating so to the General Secretary. Resignation shall take effect from the date of receipt of such notice and the GS shall acknowledge receipt thereof.
  - 2) Through expulsion ratified by the Annual General Meeting (AGM) subject to Clause 19)14):
    - a) If he/she acts in a way that adversely affects the reputation, dignity and/or esteem of The Society or Christian faith.
    - b) If he/she contravenes the provisions of this constitution.
  - 3) Through natural attrition.
  - 4) The society shall have no liability whatsoever to any person who for whatever reason ceases to be a member.
- 13).** Members may be expelled subject to Clause 18)14):
- 14).** The Society shall bear no liability whatsoever to any person who ceases to be a member for whatever reason.

## **CHAPTER SIX**

### **ORGANIZATION OF WESO**

**15). Advisory Committee**

- 1) Shall consist of those who have been active WESO members for more than 20 years
- 2) They shall elect a Chairperson who shall automatically be the Patron of WESO.
- 3) The role of the Advisory Committee shall be mostly advisory in matters that require wisdom and/or institutional memory.
- 4) The Advisory Committee shall play honorary roles in WESO functions when invited.

**16). Patron**

- 1) The Patron shall be an exemplary figure with a track record in WESO matters.
- 2) The Patron shall serve for a renewable term of 5 years.
- 3) The Patron shall be an ex-officio member of the BOT
- 4) Duties of the patron
  - a) Shall be Chairperson of the Advisory Committee.
  - b) Shall be the non-Executive head of WESO
  - c) Shall give general guidance to WESO when requested by the Board of Trustees or when need arises
  - d) Shall preside, or in his/her absence, nominate someone to preside over all the elections during the Annual General Meeting

#### **17). Board of Trustees (BOT)**

- 1) The Board of Trustees shall consist of seven members sourced from nominees by NEC, sitting BOT, and Advisory Committee through consultations and ratified by the AGM.
- 2) A trustee shall hold office for a term of three (3) years renewable.
- 3) In the event a vacancy occurs in the BOT, the remaining members shall carry out the duties of BOT until a replacement is made at the next SGM/AGM
- 4) The quorum for a BOT meeting shall be four members.
- 5) Functions of the Board of Trustees
  - a) To provide the ultimate direction to the organization.
  - b) To review, understand, assess and approve the organizations' key policies.
  - c) To set and review the remunerations for The Society's employees.
  - d) To oversee the implementation of The Society's strategic plan of action as approved by the Annual General Meeting.
  - e) To ensure that the organization acts in a socially responsible manner to foster the sustainability of the organization in its wider reaching out with the gospel of Christ.
  - f) To take responsibility in respective tasks, individually and collectively, in an accountable manner to God and society for the success of the organization.
  - g) To be the main custodians and trustees of all the assets of the society including that which was formally acquired in whichever form.
  - h) To advise officials and members of the society on matters relating to acquisition and disposal of assets, and in all other matters as may arise.
  - i) To guide the National Executive Committee in carrying out The Society's vision including fulfillment of objectives and to give active support to The Society's programmes.

- j) To provide linkages and participate in getting sponsors and or donors for the society and or take any other action that would enable the society to fulfil its objectives effectively and expediently.
  - k) To assess and understand the issues, challenges and risks that define and drive the organization's core business.
- 6) The BOT shall meet at twice a year or as need arises. The meetings may be physical, virtual, or both.
  - 7) The trustees shall prepare and submit their report to the Annual General Meeting or Special General Meeting.
  - 8) Upon appointment of the BOT by the AGM, the General Secretary shall within 30 days, facilitate a meeting of the BOT for election of office bearers.

### **18). National Executive Committee (NEC)**

- 1) Shall be the governing body of the Society. It shall be responsible for the direction of the office bearers to whom the daily management of the Society shall be committed.
- 2) Shall be composed of:
  - a) Chairperson,
  - b) General Secretary,
  - c) Treasurer
  - d) Fellowships Coordinator
  - e) Missions and Media Coordinator
  - f) Membership and Welfare Coordinator
  - g) Finance, Administration and Projects Coordinator
  - h) Student Representative,.
  - i) At most 3 members co-opted.
- 3) Members shall be elected directly into the positions 18)2)a) and c) at the Annual General Meeting every two years, renewable.
- 4) Candidates interested in vying for positions 18)2)a) and c) shall be vetted by the NEC which shall present the eligible candidates to the AGM.
- 5) The General Secretary shall be a full-time chief executive employee and member of WESO.
- 6) The names of Coordinators 18)2)d), e), f) and g) shall be proposed by NEC, vetted by BOT and presented to the AGM for ratification and appointment.
- 7) The student representative, 18) 2) h) shall be elected by Student fellowships' Chairpersons, subject to Clause 18)22)d)v and 21)5)k).
- 8) The members of 18)2)i) shall be appointed by NEC for specific purposes and periods of time.
- 9) The number of National Executive Committee members shall not exceed eleven (11).
- 10) All members of NEC, except the Co-opted members and the General Secretary, shall have voting rights.

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- 11) The quorum for the National Executive Committee shall be five (5) members who have voting rights.
- 12) Meetings may be held physically, virtually, or both as need may be.
- 13) Shall meet at least once every three months, and/or whenever necessary.
- 14) Shall form the Disciplinary Sub-Committee of not more than 5 members:
  - a) The Disciplinary Sub-Committee shall have a Chairperson and Secretary.
  - b) The Disciplinary Sub-Committee shall expeditiously arbitrate over all disciplinary matters that are either reported to the NEC or which are initiated by the NEC.
  - c) All accused/suspected members shall be invited to answer to the alleged accusations either in person or through an advocate of the High Court
  - d) Meetings of the Disciplinary Sub-Committee may be held physically, virtually or both.
  - e) The Disciplinary Committee shall take its recommendations to the NEC which shall consider the matter before bringing it to the AGM for final consideration.
  - f) The General Secretary shall inform the member of the verdict within 14 days from the date of the AGM that ratified the matter.
  - g) The decision of the AGM shall be final.
  - h) The member shall be considered innocent and enjoy all rights and privileges of membership unless when adjudged guilty at the AGM.
- 15) Shall form such *ad hoc* Sub-Committees as it may find useful from time to time with specific terms of reference and timelines. The ad hoc Sub-Committees:
  - a) Shall be composed not less than three and not more than 5 members of the NEC
  - b) Shall have a Chairperson and a Secretary
  - c) Shall report to the NEC
  - d) Meetings may be held physically, virtually or both
- 16) National Executive Committee meetings shall be convened by the chairperson; or if and when at least one third of the members of the NEC shall request the Chairperson, in writing, to call for a meeting of the NEC. If for any reasons the chairperson, upon a requisition from the members of the NEC fails to convene the Executive Committee meeting, members who requested for such a meeting shall have the right to nominate a person to convene it.
- 17) Any member of the NEC may be removed from membership by a two thirds majority of all the members that attend and vote at the Annual General Meeting or Special General Meeting. He/she shall stand removed from the Committee if he/she absents himself/herself from three consecutive meetings without an apology.

- 18) For the purpose of promoting the objectives, vision and mission of the Society, the NEC shall have authority to utilize the funds and property of the Society. To this end, the trustees shall execute all documents and deeds that may be necessary for the furtherance of the Society's objectives.
- 19) Any office bearer who ceases to be a member of The Society for whatever reason shall automatically cease to hold office.
- 20) Members of NEC shall elect amongst themselves persons to fill vacancies that may arise in the office of Chairperson or Treasurer until the following AGM/SGM when new office bearer(s) will be elected.
- 21) When a vacancy occurs in the office of the General Secretary, the BOT shall appoint an interim person to serve until the vacancy is duly filled.
- 22) Duties of Office Bearers of National Executive Committee.

**a) The Chairperson**

- i. Shall, unless prevented by illness or sufficient cause, preside over all meetings of the Committee and at all General Meetings.
- ii. In the absence of the Chairperson, the members present shall elect one among themselves to chair that meeting.

**b) The General Secretary**

- i. Shall handle the correspondence of The Society in consultation with NEC.
- ii. Shall take and keep minutes of all meetings of NEC, AGM and SGM in hard or soft copies, and on video or audio where applicable.
- iii. Shall be the head of the secretariat.
- iv. Shall oversee the day-to-day running of the WESO Secretariat and implement all resolutions of the NEC and AGM assigned to him/her.
- v. Shall be responsible for and update the members' register.
- vi. Shall be responsible for a register of all the fellowships and regions of WESO.
- vii. Shall coordinate and facilitate the activities and meetings of the standing committees.
- viii. Shall be the official spokesperson of the Society.
- ix. In the absence of the General Secretary, a sitting member of the NEC shall be elected to hold an interim basis until the GS is fully restored or replaced.

**c) The Treasurer**

- i. Shall receive and disburse, under the National Executive Committee's instructions, all monies belonging to The Society in a manner that behoves good accounting and transparency.
- ii. Shall provide updated records in NEC meetings regularly.

- iii. Shall be responsible for all records of liquid and solid assets of the Society
- iv. Shall present all documents and necessary information to the auditors that might require them from time to time for auditing purposes
- v. Shall present a financial report and the Audited report to the Annual General Meeting.
- vi. In the absence of the Treasurer, a sitting member of the NEC shall be elected to hold forte until the GS is fully restored or replaced.

**d) The Fellowships Coordinator**

- i. Shall launch fellowships after bringing the information to NEC for ratification
- ii. The information presented to NEC in 18) 22) d) i above shall be done after a survey to establish the need for new WESO fellowships in Colleges and Regions within Kenya.
- iii. Shall keep an up-to-date record of fellowship operational status within The Society and update the NEC regularly.
- iv. Shall oversee functions in the fellowships such as elections with the support of other NEC members
- v. Shall be the convener of the caucus of Fellowship Chairpersons.
- vi. Shall encourage and assist in organizing inter-fellowships meetings and activities.
- vii. Shall rally and mobilise fellowships to actively participate in mind or kind to WESO national and regional programmes and events.
- viii. Shall coordinate and facilitate interventions to resolve issues affecting fellowships in collaboration with other NEC members

**e) The Student Representative**

- i. Shall represent the students of WESO in the NEC.
- ii. Shall bring to the attention of the NEC matters concerning their jurisdictions and also explain resolutions of NEC to the members they represent.
- iii. Shall collect relevant information and submit an up-to-date report of all The Society's fellowships, membership and activities to NEC.

**f) Co-opted members**

- i. Shall be appointed by NEC and their duties described in writing
- ii. Shall serve the Committee in the purpose and duration for which they will have been co-opted.
- iii. Shall have full rights and privileges like the other members of the NEC except for voting.



- iv. May singularly or jointly bring a matter of concern or complaints in writing to the BOT for intervention. The BOT shall arbitrate over the matter expeditiously and give a ruling which shall be binding.

## **19). Standing Committees**

- 1) The Society shall have four standing committees whose activities shall be overseen by the General Secretary under the general supervision of the NEC.
- 2) The tenure of the Standing Committees shall be two years renewable.
- 3) Members of these Committees shall be nominated and appointed by the NEC.
- 4) Standing Committees shall be chaired by the respective Coordinators who shall also be members of NEC. Non-NEC members and/or persons with relevant skills may be co-opted into the Committees.
- 5) Standing Committees shall be given clear Terms of Reference, objectives, and timelines by NEC in subsidiary regulations. and shall be required to hand in periodic reports (at least quarterly) of progress and a final report at the end of the tenure to the NEC.
- 6) Each of the Standing Committees shall draw budgets and workplans which shall be considered for approval by NEC and facilitated
- 7) The NEC may, on recommendation by any of the Standing Committees, grant permission for sub-Committees be formed which will carry out tasks that fulfil specific objectives.
- 8) The Standing Committees shall be as follows:

### **a) Missions and Media Committee.**

- i. Shall coordinate Missions organized by various fellowships of WESO as well as those organised by the Secretariat itself.
- ii. Shall set up and maintain media channels for communication to both members and non-members in matters concerning evangelism, teachings, counselling and discussion of spiritual matters

### **b) Membership and Welfare Committee.**

- i. Oversee recruitment and retention of members into WESO
- ii. Launch a welfare system that will assist members in times of benevolence, need or misfortune and also celebration and commemoration.
- iii. Create a system in which pastoral services can be proffered to members who need them.

### **c) Finance, Administration and Projects Committee.**

- i. Devise systems by which funds may be obtained for purposes of fulfilling the needs and objectives of WESO in a sustainable manner.

- ii. Set up systems by which administrative duties and functions shall be carried out effectively and efficiently at all levels of WESO.
- iii. Initiate, implement and manage projects of WESO.

**d) Fellowships Committee.**

- i. Initiate, coordinate and organize WESO activities and fellowships at the regional, inter-regional and national levels.
- ii. Initiate and launch fellowships
- iii. Handle extraneous matters concerning fellowships.

**20). Regions**

- 1) There shall be 47 regions of WESO in the respective counties of Kenya and the Diaspora region.
- 2) All Fellowships of WESO that are situated outside Kenya shall initially be considered to belong to Diaspora Region
- 3) More Regions may be created outside Kenya or the ones in Kenya subdivided, with justification, in the following ways:
  - a) The NEC may make the proposal with approval of BOT.
  - b) The respective Regional Committee may make the proposal to the NEC for consideration.
  - c) In all cases, the proposals shall be considered by the AGM.
  - d) Each Region shall be led by the Regional Coordinating Committee (RCC), which shall consist of not less than 5 and not more than 7 office bearers.

**4) Regional Coordinating Committee (RCC)**

- a) Regional Coordinating Committees shall carry out the functions of the NEC at the regional level.
- b) The RCC shall organize for joint meetings of:
  - i. Students' fellowships at least once every 6 months
  - ii. Non-student fellowships once every four months
  - iii. All members in the Region once every year
- c) All members of the RCC shall be those who work or reside in the respective Regions.
- d) The Regional Coordinating Committee shall comprise of all the Chairpersons of the fellowships in the respective regions. These shall elect amongst themselves the following office bearers:
  - i. The Chairperson
  - ii. The Vice Chairperson
  - iii. The Secretary
  - iv. The Treasurer
- e) The tenure of RCC office bearers shall be one year, renewable once.
- f) Elections of the RCC office bearers shall:



- i. Take place at least 45 days before the date of the WESO Annual General Meeting.
- ii. Be presided over by the NEC or its appointees.
- iii. Be carried out during the RCC AGM
- g) Handing over to the incoming RCC by the outgoing RCC shall take place within 21 days from the date of election.
- h) The Regional Coordinating Committee shall meet at least once in every two months.
- i) Co-option of at most two members into RCC shall take place after the AGM and their term shall end with the term of the RCC that co-opted them.
- j) A member of RCC who is a student shall be eligible to be elected to the NEC as student representative.
- k) All agendas and invitations to RCC meetings shall be made by the Secretary in consultation with the Chairperson.

## **5) Fellowships**

- a) In any Region, there shall be two types of Fellowships:
  - i. Students' fellowships in tertiary institutions and Universities
  - ii. Non-student fellowships.
- b) A fellowship shall consist of three or more members of The Society found within the tertiary institution or University for students, or area within the same Region for non-students where they can conveniently meet at least once a month.
- c) Each fellowship shall have not less than three Fellowship Committee (FC) members elected by respective fellowship members of whom must be the following:
  - i. The Chairperson
  - ii. The Secretary
  - iii. The Treasurer
- d) The tenure of FC office bearers for the non-students shall be 3 years, renewable once.
- e) The tenure of FC office bearers for the students shall be 1 year renewable once.
- f) Elections of the FC office bearers of the non-student fellowships shall:
  - i. Take place in a non-student Fellowship AGM at least 45 days before the date of the RCC elections.
  - ii. Be presided over by the RCC or its appointees.
- g) Elections of the FC office bearers of the student fellowships shall:
  - i. Take place in a student Fellowship AGM at least 90 days before the date of the National AGM.
  - ii. Be presided over by the RCC or its appointees.
- h) Members of FC, except the Chairperson, shall not be eligible to be elected or nominated to the RCC or any other higher office.

- i) All agendas and invitations to FC meetings shall be made by the Secretary in consultation with the Chairperson.
- j) Quorum of any FC meeting shall half the number of members and the Chairperson must be present. Where the Chairperson cannot be present, he/she shall delegate the responsibility to any of the other members officially.
- k) Chairpersons of all Student Fellowships shall form a Committee of Chairpersons under the coordination of the Fellowships Coordinator, subject to Clause 18)22)d)v

## **CHAPTER SEVEN**

### **GENERAL MEETINGS**

- 21).** There shall be two types of general meetings – Annual General Meetings and Special General Meetings.
- 1) The Annual General Meeting shall be held not later than 15 months and not earlier than 10 months in each year.
  - 2) Special General Meeting shall be called:
    - a) Within 90 days from the date of an AGM which could not be held due to lack of quorum.
    - b) When an urgent matter arises that requires a decision of the General Meeting
    - c) If the AGM decides so.
  - 3) Notice in writing of an Annual General Meeting shall be sent to all eligible members not less than 21 days prior to the date of the meeting.
  - 4) The letter of invitation may be sent by physical or electronic mail.
  - 5) The general agenda for the Annual General Meeting shall be as follows;
    - a) Start of meeting with prayer
    - b) Recording of attendance/apologies and confirmation of quorum.
    - c) Confirmation of the minutes of the previous Annual/Special General Meeting and matters arising
    - d) Reports from the Chairperson and General Secretary.
    - e) Consideration of Auditor's report
    - f) Treasurer's report
    - g) Appointment of auditors in accordance with Clause 26.
    - h) Such other matters as the NEC or a member or group of members shall have brought properly to the AGM.
    - i) End of meeting with prayer

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- 6) Members of the Society eligible to attend the Annual or Special General Meeting of WESO shall be as follows:
  - a) Students' fellowships
  - b) Non-students' fellowships
  - c) Church or Christian Organizations.
  - d) Student and non-student fellowships shall each have a single vote, whereas Church and Christian Organizations shall not be eligible to vote.
- 7) The Annual General Meeting.
  - a) Shall be regarded as duly constituted when a quorum of more than half the eligible voters attend.
  - b) Shall pass resolutions and have power to amend the constitution, when necessary.
  - c) Shall pass an amendment to the Constitution if two thirds of the voters vote for the amendment.
- 8) The sitting National Executive Committee's Chairperson shall preside over the Annual or Special General Meeting, but the Patron shall preside over the elections.
- 9) In the absence of the Patron, the Annual General Meeting shall appoint a returning officer from among Advisory Committee or Board of Trustees present to preside over the elections thereof only.
- 10) A Special General Meeting may be called for any specific purpose by:
  - a) Board of Trustees. The BOT shall instruct the NEC to call for a SGM giving reasons and the agenda of the meeting. Notice in writing of such meeting shall be sent to all members not less than 14 days before the date thereof and where urgent, by press advertisements or electronic media not less than 7 days before the date of such a meeting.
  - b) National Executive Committee. The NEC will be required to call for a Special General Meeting:
    - i. When the law requires so (see Clause 21).2))
    - ii. Where the AGM passed that a Special General Meeting should be held
    - iii. When the BOT instructs it to do so.
  - c) One-third of the membership.
    - i. A special general meeting shall be held if one-third of the *bona fide* members with representation from at least two thirds of the fellowships nationally shall request for it in writing, giving reasons, to the General Secretary.
    - ii. The General Secretary shall, with the knowledge of the Chairperson, call for a special NEC meeting within 14 days, whose sole agenda will be to consider the request.

- iii. After the NEC satisfies itself that the request has been properly made, it shall call for the SGM be held within 28 days from the date of the NEC meeting.
- d) The agenda of an SGM shall strictly be to address the purpose for which it was called.
- e) The quorum of an SGM shall be the members who attend either physically or virtually.
- 11) AGMs or SGMs may be held physically, virtually, or both. The live faces of the virtual voters must be projected at least once as proof that they have attended in person.
- 12) Voting in AGM or SGM shall be by secret ballot either physically or electronically or both and the decision shall be made by simple majority.

## **CHAPTER EIGHT**

### **PROCEDURE AT MEETINGS**

- 22). All meetings of The Society shall be presided over by the Chairperson.
- 23). The Chairperson may at his/her discretion limit the number of persons permitted to speak in favour of or against any motion.
- 24). Resolutions in all meetings except in AGM or SGM, shall be decided upon by consensus and if this is not possible, simple majority by a show of hands. In the event of a tie, the Chairperson's vote shall decide the matter.
- 25). Meetings may be held physically, virtually, or both, as the case may be

## **CHAPTER NINE**

### **THE AUDITOR**

- 26). The Annual General Meeting shall consider appointment of an Auditor proposed by the NEC for the following year. However, an Auditor shall not be appointed for more than five years.
- 27). All The Society's accounts, records and documents shall be availed to the Auditor for scrutiny and inspection whenever required.
- 28). The certified, audited report shall be prepared each year and submitted to NEC at least 60 days to the day of the Annual General Meeting.

- 29).** A duly signed copy of the Auditor's report shall be sent to all members together with the notice for the Annual General Meeting.
- 30).** An Auditor may be paid such honorarium for his/her duties as may be passed by the Annual General Meeting appointing him/her.
- 31).** The Auditor shall not be a member of WESO nor closely related by blood or marriage to one.

## **CHAPTER TEN**

### **FUNDS**

- 32).** The Society shall receive funds in cash or in kind from the following sources:
  - 1) Members:
    - a) Students. Each student member shall give a termly/semester contribution as will be determined and passed by an AGM after proposal by the NEC.
    - b) Non-students, Churches, and Christian organizations. Non-student, Church and Christian organization member shall give a regular contribution of an amount that will be considered and passed by an AGM after proposal by the NEC.
    - c) Fellowships. Fellowships may contribute to the WESO kitty either voluntarily or when requested for under special/emergency circumstances by the NEC with approval of BOT or as may be directed by an AGM.
    - d) Churches and other Christian organizations,
  - 2) Charitable organizations
  - 3) Friends of WESO.
  - 4) Project proposals/collaborating agents
  - 5) Investments of and by WESO
  - 6) Hire or sale of WESO equipment, facilities, or services.
  - 7) Any other legal sources as may be passed by the AGM.
- 33).** The funds of The Society shall be used only to fulfil the objectives, vision, and mission of WESO as proposed by the National Executive Committee and endorsed by the AGM.
- 34).** All monies shall be sent to and received by Treasurer in ways that allow for transparency, accountability, and traceability.
- 35).** As much as practicable, monies shall be sent directly to the WESO bank account(s) through electronic means (e.g. MPESA Till Number, MPESA Paybill, direct interbank money transfer etc).

- 36). The Treasurer may receive money in cash or cheque in exceptional circumstances but must bank them within 24 hours from the time of receipt.
- 37). The Society shall have bank accounts as may be proposed by the NEC and considered by the AGM.
- 38). The signatories of the bank accounts shall be 4 members of the NEC of whom any three shall be allowed to sign but with the Treasurer being a mandatory signatory.
- 39). The Treasurer may be allowed to keep amounts of money as petty cash as described by the NEC. These monies shall be fully accounted for by the Treasurer.
- 40). The National Executive Committee shall institute disciplinary measures on members of WESO who shall fail to sufficiently account for any monies entrusted to them by The Society at any level.

## **CHAPTER ELEVEN**

### **AMENDMENTS TO THE CONSTITUTION**

- 41). All motions intended for discussion during the AGM shall be submitted in writing signed by a proposer and seconder and received (and noted as such) by the General Secretary at least 45 days before the date of the AGM.
- 42). The NEC shall include the motion(s) in the invitation notice to members for the AGM or SGM
- 43). Motions received less than 45 days before the AGM shall be deferred to the following AGM.
- 44). Any motion properly proposed, seconded, debated and a resolution accepted shall not be presented again as a substantive motion for debate until the expiry of at least one year, unless the NEC accepts that there have arisen substantially altered circumstances that warrant the calling of a Special General Meeting to debate the motion.
- 45). To discuss motions of which proper notice has been given, the session shall be chaired by the incumbent Chairperson of NEC.
- 46). The processing of motions properly introduced for discussion in the AGM shall be the duty of the outgoing committee.
- 47). The introduction of the motion for discussion shall be done by the proposer.

- 48).** The constitution may be amended or altered only by majority vote of members at a properly constituted Annual General Meeting or Special General Meeting provided that two thirds of the members of WESO voting in favour.
- 49).** Any proposal for a new clause or amendment to an existing clause shall be circulated to every member together with the agenda for that meeting.
- 50).** The method of voting may be manual, electronic or both, so long as the results are transparent, accountable, and verifiable.

## **CHAPTER TWELVE**

### **DISSOLUTION**

- 51).** The Society shall not be dissolved except by a resolution passed at a general meeting by a vote of two-thirds of the registered members of WESO.
- 52).** Quorum
  - 1) The quorum at the meeting shall be as in clause 21) 7) a) and c) and unless such quorum is obtained, the proposal to dissolve The Society shall be submitted to a further general meeting which shall be held not earlier than two months or later than six months from the date thereof. Notice of this meeting shall be given to all members of The Society at least fourteen days before the date of the meeting.
  - 2) The quorum of this second meeting shall be the number of the members present provided, however, that no dissolution shall be effected without prior permission in writing by the Registrar, obtained upon application to him/her made in writing and signed by at least three of the NEC office bearers and at least five out of the seven BOT members.
- 53).** When the dissolution of The Society has been approved by the Registrar, no further action shall be taken by the committee or any office bearer of The Society in connection with the objectives and the aims of The Society other than to get in and liquidate for cash all the assets of The Society.
- 54).** Subject to the payment of all The Society's debts, the balance thereof shall be distributed in such manner as may be resolved by the meeting at which the resolution for dissolution is passed.

## **CHAPTER THIRTEEN**

### **INSPECTION OF ACCOUNTS AND LIST OF MEMBERS**

- 55).** The books of accounts and all other documents relating thereto and a list of all members of The Society shall be made available for inspection at the registered office of The Society to any officer or member of The Society on giving not less than seven (7) days' notice in writing to the General Secretary of WESO.

END



**Schedule A.**

Application Form

Member No.....

***“In joining WESO I declare my faith in Jesus Christ as my Saviour, Lord and God, and will actively support and participate in order to enable WESO fulfil its objectives. ”***

***Category of membership:*** Student of Tertiary ☐ or University Institution ☐ Non-Student ☐ / Church ☐ / Christian Organization ☐ (Tick appropriately)

***Name:***..... ***ID No***.....

***Gender:*** ..... ***Marital Status***.....

***Region (County)***..... ***Fellowship Name***.....

***Signature:***..... ***Date***.....