

---

# CONSTITUTION

---

**FOR**

**MACHINJILI WIDER CLAN**

**YOUTH INNOVATION AND ENTREPRENEURSHIP CENTER**

**“We Work. We Build. We Rise.”**

”

ADOPTION DATE – DECEMBER 2025

# THE CONSTITUTION OF YOUTH INNOVATION AND ENTREPRENEURSHIP CENTER

## ARTICLE 1: NAME AND LOCATION

- 1.1. The name of the organization shall be **Machijili Wider Clan – Youth innovation and entrepreneurship center** here-in after referred to as a an profit making organization.
- 1.2. The Head Office of the organization shall be located in Machinjili Blantyre Districts and shall use the following postal and email addresses;
- 1.3. P.O. Box .....Blantyre - Malawi, email: [machinjiliyouthinnovation@gmail.com](mailto:machinjiliyouthinnovation@gmail.com)
- 1.4. The Organization shall be non-profit making, non-partisan and non-religious denominational.
- 1.5. The organization shall be deemed to have come into force after registration in 2026 in accordance with the provisions of the Malawi Limited by Guarantee.

## ARTICLE 2: VISION, MISSION & CORE VALUES OF THE ORGANISATION

### 2.1 VISION

A Machinjili wider clan with youth known for innovation, entrepreneurship, hard work, discipline, competence, and results oriented.

### 2.2 MISSION

Development of youth from Machinjili wider clan with practical skills, disciplined work ethic, entrepreneurial capability, and financial intelligence required to build sustainable livelihoods, successful businesses, and stable families through consistent effort, responsibility, and innovation.

### 2.3 CORE VALUES

Our Core Values are centered on the following:

#### **Hard Work**

We believe progress is earned through effort, consistency, and sacrifice.

#### **Discipline**

We value focus, accountability, time management, and self-control.

#### **Excellence**

We pursue high standards in skills, business, and leadership.

#### **Integrity**

We act with honesty, responsibility, and transparency in all we do.

## **Unity**

We collaborate, support one another, and grow together.

## **Innovation**

We solve problems, create value, and adapt to change.

## **Responsibility**

We take ownership of our actions, finances, and futures.

### **ARTICLE 3: OBJECTIVES OF THE ORGANISATION.**

.

#### **3.1. Skills Development**

Training youth in practical, income-generating skills aligned with market demand.

#### **3.2 Entrepreneurship & Business Creation**

Supporting youth to turn ideas into businesses and scale them sustainably.

#### **3.3 Financial Literacy & Wealth Building**

Teaching budgeting, saving, investing, and financial discipline.

#### **3.4 Market Access & Exposure**

Providing platforms for youth businesses to reach customers and partners.

#### **3.5 Leadership & Personal Development**

Building character, communication, confidence, and accountability.

#### **3.6 Community & Economic Collaboration**

Encouraging joint ventures, cooperatives, and shared economic growth.

#### **3.2. ACTIVITIES OF THE ORGANISATION**

- 3.2.1 Skills Training
- 3.2.2 Entrepreneurship Development
- 3.2.3 Business Mentorship & Coaching
- 3.2.4 Marketing & Business Exposure
- 3.2.5 Financial Literacy & Investment Training
- 3.2.6 Accounting & Budgeting Support
- 3.2.7 Business Registration & Compliance Support
- 3.2.8 Innovation & Creative Development Lab
- 3.2.9 Leadership & Discipline Training
- 3.2.10 Career Guidance & Job Placement Support
- 3.2.11 Counselling & Personal Development
- 3.2.12 Family Strengthening Programs
- 3.2.13 Access to Markets & Strategic Partnerships
- 3.2.14 Cooperative & Group Business Support
- 3.2.15 Youth Enterprise Incubation
- 3.2.16 Business Systems & Operations Training
- 3.2.17 Digital Skills & Technology Training

### 3.2.18 Monitoring, Evaluation & Performance Tracking

## **ARTICLE 4: MEMBERSHIP.**

4.1 A person shall qualify for membership if;

- (a) He/she is a born resident of Machinjili.
- (b) He/she is of sound mind.
- (c) He/she subscribes to the objectives of the organization.
- (d) Members shall have the right to be elected to the Board of Governance
- (e) Any individual who wants to join the organization shall upon expression of interest, get through an interview to determine his/her need to that effect. An individual would later on given application form to concretize and formalize membership.

## **ARTICLE 4(b): INSTITUTIONAL MEMBERSHIP.**

Institutional members can be admitted to the membership subject to ratification by the General Assembly as members provided they subscribe to our vision, mission and values and may be a youth based organizations.

## **ARTICLE 5: GENERAL DUTIES AND RIGHTS OF MEMBERS**

5.1 Every member of the organization shall;

- (a) Pay a membership fee that shall be determined from time to time by the General Assembly.
- (b) Pay an annual subscription fee that shall be determined from time to time by the General Assembly.
- (c) Comply with the provisions of this constitution and resolutions of the Board of Governance and General Assembly.
- (d) Promote, develop, implement and protect the interests of the organization.
- (e) Meet all the obligations as shall be from time to time be determined by the organizations.
- (f) Members shall be expected to do such work as shall be assigned to him or her by the Board of Governance.
- (g) Members shall enjoy protection of their rights against any form of discrimination and, or injustice on the basis of race, gender, ethnic grouping, religion, physical challenges.
- (h) Every paid up member shall have one voting right.

## **ARTICLE 6: CESSATION OF MEMBERSHIP**

6.1 A person shall cease to be a member of the organization if he/she;

- (a) Above the age of 35
- (b) Dies,
- (c) Resigns,
- (d) Is certified to be of unsound mind by a recognized medical practitioner.
- (e) Is expelled from the organization provided that members shall not be expelled unless the

- Board of Governance has heard and given written warning.  
(f) Convicted of crime

#### **ARTICLE 7: DISCIPLINE OF MEMBERS**

- 7.1 The Board of Governance shall have powers to suspend any member from the organization if such a member acts and/or conducts himself in a manner prejudicial to the interests of the organization.
- 7.2 The duration of such suspension shall be at the discretion of the executive committee provided it shall be reasonable in the circumstances.
- 7.3 The suspended member shall have the right to appeal to the General assembly within (21) days from the date of the decision of the Board of Governance.
- 7.4 The General Assembly shall have powers to reinstate, further suspend or expel such a person.
- 7.5 In case of a disagreement with the decision of the General Assembly, the aggrieved party shall be at liberty to submit a petition to the chairperson who in turn shall assemble a committee to preside over the matter and make recommendation to the General assembly, if still not satisfied with decision of the General Assembly the aggrieved party may sue in in the courts of law.

#### **ARTICLE 8: ORGANS OF THE ORGANIZATION**

- 8.1 The organs of the organization shall be;
- (a) The General Assembly.
  - (b) The Board of Governance.
  - (c) The Executive.
  - (d) Advisors.
  - (e) General Membership
- 8.2 The General Assembly shall be the supreme governing body of the organization.
- 8.3 The General Assembly shall hold its meeting once in a year at an AGM.
- 8.4 There shall be a patron/advisor/s of the organization who shall be a person of high moral standing, integrity and competent as the members of the organization shall determine.
- 8.5 The patron/advisor/s shall be ex-officio on the Board of Governance and General Assembly.

#### **ARTICLE 9: COMPOSITION, DUTIES AND RESPONSIBILITIES OF THE BOARD OF GOVERNANCE**

9.1 There shall be a Board of Governance of the organization comprising of the Following positions;

- (a) President
- (b) Vice President
- (c) Executive Secretary
- (d) Deputy Secretary
- (e) Treasurer
- (f) 7 Committee members

9.2 Patron/Advisor/s (Ex-Officio)

9.3 The Board of Governance shall have the following duties.

- (a) Act for and on behalf of the organization in its policy administration.
- (b) Implement and execute decisions and policies passed by the General Assembly.
- (c) Discuss and decide on all important matters affecting the organization and bear collective responsibilities of all such matters discussed and agreed upon.
- (d) Mobilize and manage organization funds and finances.
- (e) Establish sub committees from its numbers to carry out specific functions.
- (f) Have powers to suspend any of their members pending approval or otherwise of the General Assembly as provided for by article 7 and temporarily fill vacancies in the board pending elections during the General Assembly.

9.4 The President shall;

- (a) Be the overall administrative non-executive head of the organization.
- (b) Call and preside over all board meetings and the General Assembly.
- (c) Summon all emergency meetings of the organization whenever deemed fit.
- (d) Coordinate all the activities of the Board.
- (e) Be the principal signatory to the organization bank account.

9.5 The Vice President shall;

- (a) Perform the chairperson's duties in his absence apart from withdrawing money on the bank account.
- (b) Perform such other duties as may be assigned to him by the Board of Governance or General Assembly.

9.6 The Treasurer shall;

- (a) Present audited accounts and financial reports at annual general assembly meetings.
- (b) Be responsible for the finances of the organization.
- (c) Perform such duties as may be assigned to him by the board of directors or General Assembly.
- (d) Keep proper books of accounts, preserve the books and make them available for inspection by those authorized to do so.
- (e) Receive and disburse money belonging to the organization and shall obtain receipts for

- all money paid out by him.
- (f) Collect all subscription fees, membership contributions to the capital fund and all other money to which the organization is entitled.
  - (g) Deposit cash and cheques for the Organization to the bank agreed upon by the General Assembly.
  - (h) Be a mandatory signatory to all financial documents of the organization.

9.7 The secretary shall;

- (a) Keep up-to-date register of all members of organization.
- (b) Give notice of meeting.
- (c) Take and keep records of all meetings.
- (d) Perform other duties as maybe assigned by the Board of Governance or General Assembly.
- (e) Signatory to the organization bank account.

9.8 The Publicity secretary shall;

- (a) Sensitize and market the organization.
- (b) Pass information to concerned members of the organization as per the scheduled meetings.
- (c) Play the role of publicity and public relations.

9.9 The seven (7) committee members

- (a) Execute any duty that may be assigned to them by the Board of Governance or General Assembly

## **ARTICLE 10: ELECTIONS**

10.1 All Offices bearers may hold such for a period not exceeding two consecutive terms.

10.2 Subject to the provisions of this Constitution a term limit shall be equal to three (3) years.

10.3 Unless as the context may otherwise require, elections of the office bearers shall be held during the General Assembly.

10.4 Subject to the provisions of this Constitution, the method of voting during Board and General Meetings shall be by secret ballot.

10.5 Nomination of members of Board of Governance during an election shall done by the General Membership.

10.6 Nominated members shall be expected to sign a nomination form to indicate acceptance of the nomination.

10.7 Any paid up member shall be eligible for nomination. No Proxy shall be allowed.

10.8 The Board of Governance shall have powers to nominate three competent persons to an extraordinary general meeting among whom the presiding officer for the general elections shall be selected one month before the elections provided that no such person shall have connections with or be part of the organization.

10.9 Handling and taking over of office shall be done within five working days from the date of elections.

10.10 The organisation shall reserve the right to form or engage an independent Electoral Body

## **ARTICLE 11: MEETINGS**

11.1 There shall be Board of Governance meetings following the procedures below;

- (a) The Board of Governance shall meet monthly to conduct business at such times and places the chairperson shall choose.
- (b) The quorum at the Board of Governance Meeting shall be two thirds of the members.
- (c) The committee may invite any persons of specialized training and knowledge to its meetings for purposes of advising the board provided that such persons shall not have powers to vote.
- (d) Subject to the provisions of this constitution, the Board of Governance may regulate these procedures.

11.2 There shall be general meetings organized in the following manner;

- (a) The organization shall convene an annual general meeting to be known as the general assembly and this shall be specified in the notice calling the same.
- (b) At the general meeting, the general assembly shall be presided over by the Chairperson of the Board of Governance.
- (c) The Secretary of the Board shall circulate the notice of the meeting and the agenda fourteen (14) days before the meeting.
- (d) Determination of any issue at the general assembly shall be by a simple majority vote of the registered members present in person and no proxies shall be allowed. The chairperson shall have a casting vote at the general assembly in the event of a tie.
- (e) The quorum at any general assembly shall be one half of the total members evidenced in membership register.
- (f) The general meetings or general assembly shall take place at such places and time and dates as the Board of Governance may appoint, provided that where the Board of Governance fails to do summons the meeting by fourteen (14) calendar months without reasonable cause, any registered member may call of the general assembly by petitioning the Secretary provided he/she has garnered a quarter of the membership signatures and serving copies to all Board members.
- (g) Subject to the provisions of this constitution, the general assembly may regulate its procedures.

## **ARTICLE 12: THE GENERAL ASSEMBLY**

12.1 The business of the general assembly shall include the following among others:

- (a) Presentation and adoption of reports from the President of the Board of Directors on the activities of the organization for the previous year.
- (b) Presentation and adoption of annual programs reports.
- (c) Receiving and approving audited financial reports from the treasurer.
- (d) Appoint or re-appoint the auditors for the next financial year audit.
- (e) Presiding over members's disciplinary matters.
- (f) Electing the new board members after receiving the nominations form the general membership.
- (g) Determine the membership fees
- (h) Adopt general budget and long term plans
- (i) Deliberating any issue, which may be raised by the members.

12.2 Attendance at the general assembly;

The General Assembly shall be attended by;

- (a) Members of the Board of Governance.
- (b) The Executive
- (c) All registered members of the organization.
- (d) Any persons or organizations that may be sharing aspirations with the organization and are sympathetic to the aims and objectives of the organization at invitation of the Board of Governance provided that this category shall not have powers to vote.

12.3 Extraordinary General Assembly;

An extraordinary meeting of the general assembly to conduct urgent business may be convened by;

- (a) The chairperson of the Board of Governance.
- (b) The quorum at the extraordinary general assembly shall be one third of the registered members of the organization.
- (c) Subject to the provisions of this constitution, the extraordinary general assembly may regulate its own procedures.

### **ARTICLE 13: THE EXECUTIVE**

13.1 The Executive shall comprise of a stipulated management team that shall administer the day-to-day business of the organization.

13.2 The composition of the Executive shall be the preserve of the General Assembly or otherwise stipulated so by the Board of Governance.

13.3 Shall assist the organization in managing and implementing its Programs.

13.4 Represent organisation at different events when the organization is invited subject to the

approval of the Board.

13.5 Shall compile program/organizational activity reports.

13.6 Shall create and manage linkages with the community.

13.7 Shall have full representation at the General Assembly and any such meeting as determined by the Board of Governance.

#### **ARTICLE 14: ADVISORS**

14.1 The Advisors shall provide independent evaluation and guidance of the operations of the organization.

14.2 Advisor/s shall not be involved in the core operations of the organization.

14.3 Advisors shall be consulted from time to time and expected to provide independent reporting on specific matters as determined by the Board of Governance.

14.4 Advisor/s shall comprise one (1) or more persons with immense knowledge relevant to the governance and administration of the organization.

#### **ARTICLE 15: SOURCES OF FUNDING**

15.1 The funding sources of the organization shall include but not limited to the following;

- (a) Money contributed by members and families.
- (b) Money accruing from fundraising activities.
- (c) Donations from donors and beneficiaries.
- (d) Grants
- (e) Government and its line ministries.
- (f) Proceeds from income generating activities.
- (g) Any other lawful source approved by board and General Assembly.

#### **15.2 Financial Provisions**

15.2.2 The organization shall open and maintain Books of Accounts.

15.2.2 The Books of Accounts shall be subject audit by an Auditor appointed by the Annual General Meeting at the end of each financial year.

15.2.3 Copies of the Audited Accounts and Financial reports shall after adoption by the Board be made available to member of the organization, relevant Government Bodies upon request or need be, affiliate Bodies and Partners, Donors and Grantors.

15.2.4 The financial year shall run from 1<sup>st</sup> January to 31<sup>st</sup> December.

15.2.5 Signatories to organization accounts shall be as provided in Article 16; 16.2.

## **ARTICLE 16: BANK ACCOUNT**

16.1 Bank account(s) of the organization shall be opened with any bank agreed upon by the General Assembly. The same members may further decide on such other financial institutions deemed fit.

16.2 Except as may otherwise be authorized by the General Assembly, the following Board Members, Head of the Executive shall each, be signatories to the organizations bank account(s) at any material withdrawal.

- (a) The Chairpersons.
- (b) The Secretary
- (c) The Head of the Executive

16.3 In the event of an intention to withdraw money exceeding Zambia Kwacha 500,000 or its equivalent, 2/3 of the Board of Governance shall have to first approve such.

16.4 Unless as may otherwise be authorized by the Board of Governance, the Treasurer/Accountant shall not keep in either his official or personal custody any organization money received or not spent for a period exceeding five working days.

## **ARTICLE 17: DISPUTE RESOLUTION**

In a bid to facilitate volunteer learning and development, YAO has designed membership guidelines to ensure fair play and justice as a privilege each member should enjoy. Any errors, wrongs and conflicts should be diligently dealt with to build onto Love; Unity and Justice and Unity of Purpose.

The following are specific guidelines;

- 17.1 No member will be allowed to seek legal redress before completing the process found in the Disciplinary guidelines.
- 17.2 Any member flouting this rule will have his or her membership withdrawn immediately without question.
- 17.3 The disciplinary case will only become official when the individual complaining of the misdeed reports it to the Coordinator or the Management in written.
- 17.4 The Management will report their complaints of the misdeed reports to the Board in written.
- 17.5 All the disciplinary cases will not be mediated by individuals who are part of or have interest in the conflict; however, the hearing of any disciplinary case will not be done when any of the individual that is directly involved in the matter is absent.
- 17.6 The Management will first constitute a Disciplinary Committee that will comprise at least not less than 3 neutral members who will play the role of the mediators.
- 17.7 If the Management fails at their level, they will invite the Board who will do everything to reunite members and ensure justice.

If this fails, the worst scenario will be assessed by the Board and if it is proved that the image of YAO will be dented put into disrepute or dishonor a recommendation will be made to end membership of such individuals.

#### **ARTICLE 18: THE ORGANIZATION SEAL**

18.1 There shall be a seal for the organization the design of which shall be approved by the Board of Directors.

18.2 The seal shall be kept by the Secretary of the organization and shall be used by the Board of Governance to authenticate the official documents of the organization or documents to which the organization is party by its duly authorized officer(s).

#### **ARTICLE 19: AMENDMENTS**

19.2A member wishing to propose any amendment to this constitution shall give notice of such proposal by sending it to the Secretary of the Board at least two months before the meeting of the General Assembly.

19.2 On receipt of such proposal, the Secretary shall circulate copies of the same to all members.

19.3 An amendment shall be effected by a majority vote of two thirds of the members present but entitled to vote.

#### **ARTICLE 20: INTERPRETATION**

20.1 Any dispute arising out of the interpretation of this constitution that may fail to be settled by the Board of Governance or the assembly shall be referred to a group of five competent and eminent persons to be appointed by the General Assembly.

20.2 In this constitution unless the context otherwise requires, any references to the male sex includes the female sex.

#### **ARTICLE 21: DISSOLUTION**

21.1 In the event of an admission that the objectives of the organization have failed to be attained by two thirds of the registered members, any member may upon such a basis move a motion of dissolution during the General Assembly.

21.2 Subject to the provisions of this Constitution, the matter of dissolution shall only be affected if the motion is duly debated and carried by three quarters of the registered members provided that the proposal to move such a motion shall have been included on the agenda.

21.3 In the event of dissolution and after settlement of the liabilities of the organization, the General Assembly shall appoint a caretaker committee to dispose off the assets of the organization in a manner to be determined by the General Assembly.

**ARTICLE 22: ADOPTION OF THE CONSTITUTION**

**22.1 Powers and Authority of this constitution**

This constitution once adopted gives power and authority necessary and appropriate to effectively administer the NGO and promote its objects and purpose, subject to the provisions in this constitution.

**22.2 Legal Personality**

The NGO will have a legal personality, perpetual succession (it will continue to operate when the members change) and may sue or be sued in its own name.

This Constitution was adopted by the members of Machinjili Wider Clan Youth at the General Assembly held on the 3<sup>rd</sup> March 2026.

The General Membership of the organization do hereby agree to offer allegiance and be bound by the terms contained here in above by virtue of their membership to the organization.

Signed for **Machinjili Wider Clan -Youth innovation and Entrepreneurship:**

**Name and Signature: .....**  
**Chairperson**

**Name and Signature: ...**  
**Chief Executive Officer**

**NOTE: SEAL TO BE ENDORSED HERE**