



CONSTITUTION

OF

**PUNTLAND YOUTH AND
SOCIAL DEVELOPMENT
ASSOCIATION**

(PSA)

April 2019

PREAMBLE

In order to ensure its existence and to safeguard its resources, Puntland Youth and Social Development Association (PSA) have a clear articulated charter which ensures proper practices of effectively operational policies that could guide the Association towards its vision.

The charter of PSA is in acceptance with national rules and regulations and the charter of the international associations of its type.

The charter consists of articles that covers areas and have been put together by all its members and have been approved by all its members.

DO HEREBY RESOLVE to form an association called *PUNTLAND YOUTH AND SOCIALDEVELOPMENT ASSOICATION*, hereafter abbreviated as *PSA*.

The PSA head office is located in Bosaso District, Bari region of Puntland.

ARTICLE One: Organizational name

The name of the organization is **Puntland Youth and Social Development Association and referred as PSA.**

ARTICLE Two: Organizational emblem

PSA has specific emblem which is its own business trade mark. The emblem is exclusively limited to PSA and is prohibited from both duplication and replication and has to be the association's reserved right, the emblem of PSA can be either changed or replaced by its members when the majority votes.

ARTICLE Three: Administrative center of PSA.

1. the main administrative center/office of PSA will remain to be at Bosaso for the time being the organization will have sub-offices at any area of Puntland when felt necessary and will be approved through general meeting.
2. The operational offices of the Association can be either hired building or buildings that the Association has built only for its programming purposes.
3. The building that PSA can use for its operational office must have the following characteristics,
 - i. It must be located at secure areas any town.
 - ii. It must locate at the area appropriate for the use of offices purposes.
 - iii. It should be able to protect the Association from all the sorts of deteriorations.
 - iv. It should appropriate to provide healthy and proper working environment and attractive approach, in which the network name and address is clearly written has to fixed at front wall of the office entrance.

ARTICLE Four: PSA Vision Statement.

An environment where youth **move together** playing a pivotal role in the self-preservation, enlightenment of others and peaceful co-existence amongst groups in contributing positively to development

ARTICLE Five: PSA Mission Statement:

PSA exists to mobilize, nurture and support youth to **collectively** appreciate and uphold universally positive values like peace, human rights, freedom, family stability, peaceful and effective governance structures, environmental conservation, positive culture and improved livelihoods for all.

ARTICLE Six: PSA values.

- Relevance
- Impact
- Effectiveness
- Efficiency & Accountability
- Coordination , Cooperation and Trust

ARTICLE Seven: PSA Principles.

- Unity of purpose and assembly
- Youth for Youth
- Equity and equality
- Sustainable empowerment
- Collaboration with stakeholders
- Promotion of accountability

ARTICLE eight: PSA philosophy of program:

The Association's philosophy is to adopt right based approaches that could facilitate.

- Partnership programming improved linkages and encouragement of unity.
- Information sharing from each other.
- Reduction of the dependence and encouragement of the self reliance by promoting the youth of local resources for the solution of local problems.
- The conservation of the local resources, national linkage for youth of both current and future generation.
- The integration of the quality of education based on local culture and values for all social development programs

ARTICLE Nine: PSA Objectives:

- Increase youth awareness in the involvement and promotion of peace and stability across the country.
- Build intergenerational dialogue between youth and adults to ensure peaceful conflict resolution as a pillar of governance in the future.
- Support the education sector through promoting quality education as well as the active access of non-curricular activities like sports, games, debates, youth convention, music and drama.
- Provide psychosocial support services, thereby grooming wellbalanced youth increase enrolment and retention and offer peer mentorship and counseling services.
- Lobbying for laws for the protection of children, who are venerable, and to investigate, document and monitor violations against children.

- Facilitate access to quality health services through increased participation of youth in volunteer and professional health service provision –both as information and clinic services especially in HIV, Malaria, TB and diarrhea diseases.
- Raise youth awareness and collectively condemn cultural harmful practices like FGM and early and forced marriage
- Promote youth employment opportunities through provision of market driven skills and increased access to employment opportunities
- Promote positive aspects of Somalia cultural and unity by organizing cultural events and inculcating a sense of opening up to tolerate people of different cultures, race and religion in our midst.

ARTICLE Ten: PSA Structure of Governance

This consists of the three main distinct organs that are:

I. Board of Directors (BOD) Organ.

This organ is known as the board of the directors and meant to ensure proper practices and fulfillment of the Association policies and approved plans.

The BOD members consist of five members from the Association members that the general assembly delegates for the over view of the Association for a specific period defined in the charter.

II. Executive Organ.

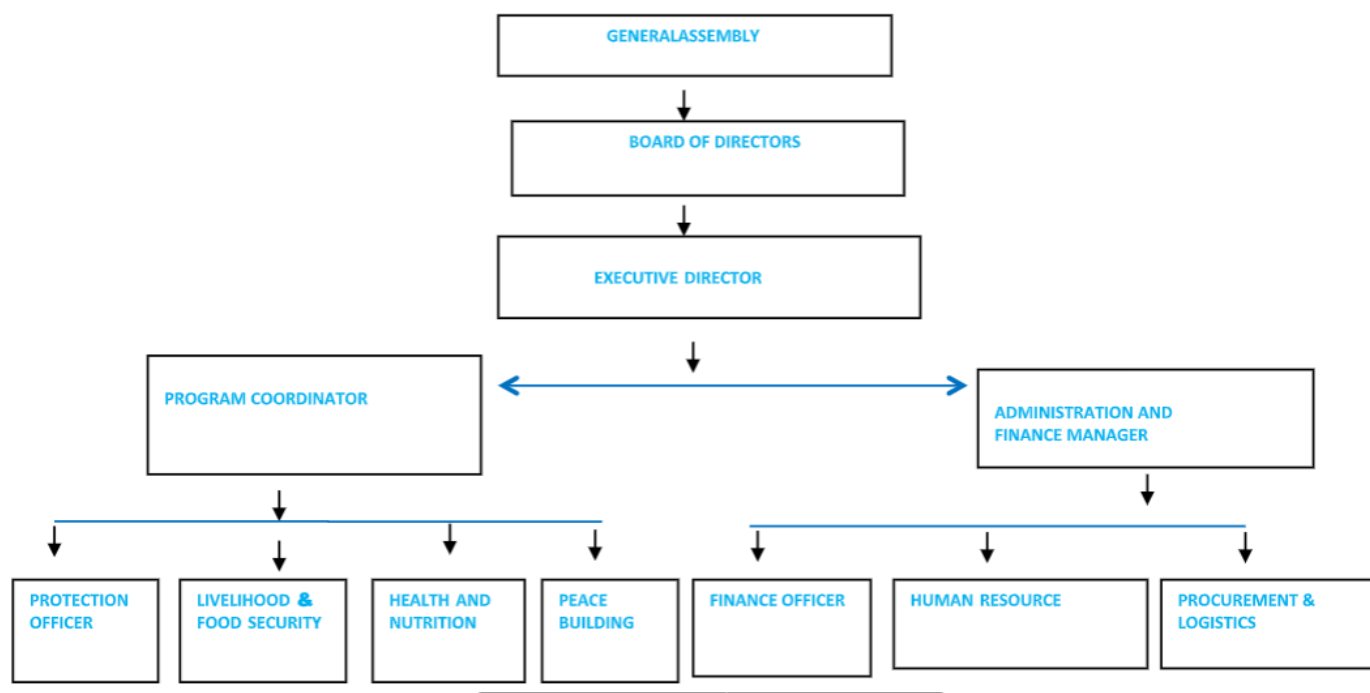
The executive organ of the association is a group of people who are assigned to perform the day today activities of the Association.

The members of the executive organ can be the Associations employees or volunteers.

PSA Structure



Organogram



ARTICLE Eleven: Definition of roles and responsibilities of different organs.

A. Role and responsibilities of the BOD

The BOD members are five members, and they serve for a period of years and can be extended. The main roles and responsibilities of the BOD are as follows.

The BOD of trustee members are some members that are selected from the general assembly to perform certain management activities of the association for specifically mentioned time.

- To nominate Executive Director
- The period in office of the BOD members will be five years and can be extended
- The main role of the BOD of trustees members is to ensure the proper implementation of the approval Plans, Policies and Budget.
- The BOD of trustees will regularly monitor and evaluate the progresses made by the executive body of the Association.
- Review and approve quarterly Plans and Budget of the Associations as stated by the approved yearly plans and budget.
- Approve the hiring of the provisional personal of the programs
- Raise funds for the Association programs and Executive Director is Accountable to the BOD
- The BOD meeting will be twice a year and can conduct ad hoc meeting when needed.

B. Roles and responsibilities of the executive organ:

- Implementation and supervise the day to day activities of the Association programs.
- Prepare the implementation plans and budget of the Association.
- Prepare both programmatic and financial progresses reports.
- Propose development plans to the BOD as needed.
- Hiring of the executive personal staff of programs after having sought approvals from BOD and in accordance to the approved plans as needed.
- Prepare program detailed implementation plans.

- Ensure proper implementation of Association policy and procedures.

ARTICLE twelve: DUTIES AND FUNCTIONS OF THE EXECUTIVE COMMITTEE

1. Duties of the executive director

- To preside over all Executive Committee and General Meetings.
- Together with the coordinator will manage all activities of the organization.
- To be the Chief Spokesman representative of the organization
- To convene meetings.
- To be **principal signatory** to all the organization's bank accounts.
- To undertake all responsibility assigned to him/her by the Executive Committee
- At business meetings except in the case of elections to have a casting vote.

2. Duties of committee members

- To carry out such duties as may be assigned to them from time to time by the Chairperson and the Executive.
- To objectively advise and assist the Executive Committee in the performance of its duties.
- Shall have equal team responsibilities with other members of the committee and shall have an equal vote at the meeting of the Executive Committee.

3. Duties of the Executive Committee

- To be responsible for implementation of the policies, decisions and resolutions of the general meetings.
- To oversee all the day to day running of the organization.
- To be responsible for drawing the agenda for general meetings.
- To convene the general meeting in case the Chairman deliberately refuses, ignores or fails to do so.
- To sanction all the expenditure of the organization
- To carry out negotiations in the award of contracts.
- To organize or cause trainings, meetings, conferences, study tour and functions and to determine fees and charges payable members for their participation or attendance of such activities

ARTICLE fourteen: Executive Meeting.

- There shall be an executive meeting held once a month.

- ii. Committee meetings will be held as organized.

ARTICLE fifteen: DUTIES AND Roles of executive organ

1. Executive Director

Duties of Executive

Director

- i Shall be a technical person with good knowledge (community development work, Management, Education or economics in general) and a thorough understanding of the social-economic and cultural dynamics of Somali society.
- ii. The Board of Directors will ratify the duties and responsibilities of Executive Director which are spelt out succinctly in this constitution.
- iii. The Executive Director shall be responsible for overseeing the organization for its continuity in terms of program execution as well as the general welfare of the staff throughout the country.
- iv. To draft the PSA' income and expenditure budget at least two (2) months before the beginning of the fiscal year and submit it to PSA' board for approval.
- v. To submit to the PSA' Board the necessary proposals and suggestions as to fulfil the PSA' objectives as provided for in the Constitution and/or Articles of Association.
- vi. To draft PSA' annual report within three (3) months from the end of every fiscal year.
- vii. To execute the decisions of the Board.
- viii. To draft contracts of a financial nature up to the value defined by a board decision.
- ix. To initiate to the board on all items on the agenda, with the additional capacity of initiating issues outside the agenda for decision making, in accordance to the ordinances of the law and PSA' statutes.
- x. To monitor the PSA' daily operations, as well as to supervise the undertakings of each of its operational units and organizational departments, as well as the discharge of duties of PSA' employees in all areas.
- xi. The Executive Director may transfer a part of his/her competences stipulated by the law and the Articles of Association to other members of the board, the executive directors, managers or other company employees.
- xii. The Executive Director will sign a contract of employment with PSA. The duration of the contract, the remuneration, as well as the general employment terms of the CEO are determined upon the decision of the Board of Directors and approved in accordance to a laid down salary structure, as in force, or a person-to-holder salary as determined by a General Meeting decision.
- xiii. When absent or incapable to attend the Executive Director shall be replaced by the Chairman of the Board, provided that the function of Executive Director does not coincide with being Chairman of the Board; in any other case, by a person appointed by the Board, following a suggestion of the Executive Director.

- xiv. If the relationship of the Executive Director with PSA is terminated on any grounds, the board decides upon filling-in the position until a replacement is selected.

2. Programs Manager

Shall be appointed through a competitive process as per academic qualifications and score in interview

The program manager shall exercise the following functions:

Duties of the Programs Manager

The terms of remuneration tenure and all other matters relating to the status of the Executive Director and Program Manager shall be determined by the governing council.

Key purpose of position

The programmes Manager is responsible for overseeing PSA programs and providing leadership and management to Head office and branch Program staff and acts as organizational contact person.

This includes developing and building programs and organisational profile, delivering and integrating a broad range of projects, in line with the organisational strategy.

Strategy development and advocacy:-

- i. Ensure the implementation and ongoing development of the program and strategy in line with the PSA organizational strategy, in consultation with the Executive Director.
- ii. Work collaboratively with other Program staff to foster collaborative working relationships and strengthen common program directions.
- iii. Identify appropriate strategies to advocate on behalf of rights of children, women, IDPs and minorities across Somalia in combination with other Program staff.
- iv. Engage corporate Somalia, Government, non-Government and other community groups to support and work with PSA to increase the organisation's impact on the ground.
- v. Approves expenditures, contracts and as well as representation of the organization in government and non-government meetings in coordination with the ED.

Programme management and development

- vi. Plan, design and implement Programs in line with organisational monitoring and evaluation guidelines and the organisational strategic plan.

- vii. Monitor program quality and effectiveness and provide technical advice and support to individual programs or projects as required.
- viii. Plan, design and monitor the program budget, in consultation with consultant, Executive Director and Finance and Administration Manager.
- ix. Ensure programs have adequate and acceptable financial management and monitoring systems in place in consultation with the Finance and Administration Manager /Accountant.
- x. Manage feasibility and ongoing program initiatives in new areas.
- xi. Complete quarterly program reports for submission to Executive Director.
- xii. Complete program reports for the inclusion in Annual Report.
- xiii. Visit regional programs on a regular basis to ensure quality standards are met and program staff is supported.

Program Design and fund raising

- xiv. Undertake program development activities, such as submissions for donors and program design, and grant applications in consultation with the Program staff, Executive Director and/or consultant.
- xv. Review and/or prepare project concept papers, proposals and design documents ensuring high quality standards are met.
- xvi. Explore the potential for the development of new projects and if appropriate, develop these as agreed, in consultation with the program consultant.
- xvii. Complete project stories/data for Fundraising initiatives as required Leadership and human resource management.
- xviii. Provide leadership to all Program staff to align activities towards the achievement of the strategic plan.
- xix. Ensure overall responsibility for the recruitment, retention, management and development of all Program staff, in line with Organisational Development guidelines.
- xx. Manage Program staff member performance, including performance appraisal, coaching and professional development, in line with Organisational Development guidelines.

Stakeholder communication and development

- xxi. Develop and maintain effective corporate, government, nongovernment and community partnerships and stakeholder relations that enhance PSA programs.
- xxii. Deal effectively and efficiently with internal stakeholders to ensure the effective resolution of queries and issues.
- xxiii. Ensure a high level of customer focus is maintained in all working relationships with both internal and external stakeholders.
- xxiv. High levels of administration and customer service to both internal staff and external parties is maintained, including prompt follow up of reported complaints/queries and/or issues.
- xxv. Work with a programme management consultant (when and if recruited) for purposes of smooth execution of the above-mentioned tasks.

3. Admin/Finance Manager

The finance officer shall be responsible for overseeing the administrative and financial management as well as accountability requirements of the program. He/she will

provide overall leadership for the effective and efficient fiscal management of the program contexts. This position will hold overall responsibility for ensuring a robust and efficient financial management and administrative system is in place.

Technical Role:

- i. Design an effective finance management system to be implemented by PSA team.
- ii. Ensure that this system is user friendly for budget holders and field staff alike.
- iii. Advise the Executive Director and programme Manager on support systems and major financial management issues arising and participate in the monthly briefings on projects organized and take a lead in management and compliance.
- iv. Work with the Senior Management on establishing an effective system of financial management support to partners in addition to the normal supervisory roles relating to grants.
- v. Lead on instilling a culture of “customer service” towards field offices and budget holders in the Financial Management Team.
- vi. Supervise the finance department and coordinate in the overall working of all field offices.
- x. Coordinate and supervise all financial transactions.
- xi. Prepare and submit periodical financial reports to the Executive Director and other departments.
- xii. Present financial reports to funders.
- xiii. Assist the program coordinator in preparation of budgets
- xiv. Manage inflow and out flow of funds.
- xv. Ensure compliance with manuals and standard accounting procedures in all financial matters.
- xvi. Coordinate finance related matters with the Ministry of Finance and related authorities of both Puntland State of Somalia and the Federal Government of Somalia.
- xvii. Visit sub-offices for periodic technical support.
- xviii. Supervise finance department staff members to meet the above-mentioned requirements of staff capacity building of Finance staff.

- xix. Ensure financial records are accurate and up-to-date.
- xx. Ensure accurate and timely submission of monthly, quarterly and on-demand reports to head-office/funders.
- xxi. Provide feedback to and seek clarification from sub-offices on monthly finance reports.
- xxii. Ensure effective use of financial databases by staff and provide on-job training if needed.
- xxiii. Approve payments.
- xxiv. Manage external audit and specific audit of funders.
- xxv. Manage funds at Head office and field office level.
- xxvi. Manage flow of funds from funders and made sure that funds are available for program operations and office running all the time.
- xxiv. Manage balance sheet items.
- xxv. Ensure that advances are adjusted in a timely manner.
- xxvi. Conduct periodic review of field office and submit review report to ED/BOD.
- xxvii. Supervise tax matters and ensure that statutory reports are submitted on time and are complete as per prevailing laws.
- xxviii. Update policies and procedures related to finance on when- and- where-need basis.
- xxix. Ensure that necessary internal controls are in place and in operational in their true spirit,
- xxx. The incumbent will lead and manage a team of finance and administration professionals to ensure grant and finance management for all programs.
- xxxi. The incumbent will work in close coordination with the PM/ED to ensure
- xxxii. Efficient functioning of administrative and financial processes and maintain adequate internal controls.
- xxxiii. This position will also track all project expenses and prepares monthly financial reports for donors and internal stake holders as well as prepare monthly and yearly budget projections as well as produce and analyze periodic budget variance reports.

- xxxiv. Maintain premises; ensure clean, safe and comfortable working environment
- xxxv. Coordinate with logistics officer to comply with Excise & Taxation Department (Ministry of Finance) in registering of vehicles.
- xxxvi. Supervise & coordinate events/workshops/meetings and seminars etc
- xxxvii. Supervise procurements and inventory record maintenance

ARTICLE sixteen: FINANCIAL PROVISIONS

1. The financial year of PSA shall end on 31st December of the calendar year.
2. The Administration shall open and maintain a Bank Account (s) in the name of PSA and ensure that all moneys belonging to and received by PSA is paid into the Bank Account(s). PROVIDED that the administration shall be permitted to retain such sums as shall be determined by the Board of Directors from time to time to pay for minor expenses. These monies shall be accounted for quarterly.
3. All cheques drawn on PSA accounts shall be signed by the **Executive Director**, the **Finance officer** and Treasurer OR any other **member of the Board of Directors**/Management committee identified by the Directors.
4. The annual estimates prepared by the administration shall make provision for all the estimated expenditure of the PSA for the financial year concerned and in particular:-
 - a) For the approved recurrent and development expenditure;
 - b) For the payment of salaries, allowances and other charges;
 - c) For the payment of pensions, gratuities and other charges, if any, in respect of any retirement benefits which may be payable out of the funds of PSA
 - d) For the proper development and maintenance of the properties of PSA if any;
 - e) For the proper maintenance, repair and replacement of the equipment and other movable property of PSA.
 - f) For the creation of such reserve funds to meet future and contingent liabilities in respect of retirement benefits or insurance or in respect of such other matters as PSA

5. The Board of Directors of PSA shall approve all annual estimates.
6. No expenditure shall be incurred except in accordance with the annual estimates approved by the Board of Directors.
7. The Executive Director shall ensure that all books of account are duly audited for presentation of reports at the Board of Directors.
8. The Board of Directors shall at its meeting appoint a firm of auditors to audit the Accounts of PSA at the end of the financial year.
9. Any funds of PSA contributed by members and not required for allocation or application shall, on the direction of the Board of Directors, be invested in the name of PSA as they may direct.
10. Funds that need to be invested shall be deposited in an interest earning account at a bank to be determined by the Board of Directors on behalf of PSA
11. All books of account and other official records of PSA shall be open to inspection at the PSA offices during ordinary working hours by any member of PSA. However members must give at least seven (7) days' written notice to the Administration.

ARTICLE seventeen: BY-LAWS

The Board of Directors shall make bye-laws regulating the conduct, qualifications for office bearers and for appointment, promotion, remuneration, and discipline, termination of service and dismissal of employees of PSA the administrative set-up and on any other matters necessary for the smooth running of the affairs of the organization.

ARTICLE eighteen: AMENDMENT/ALTERATION OF CONSTITUTION

Proposal for amendment to this Constitution shall be circulated to members at least 15 days in advance, prior to consideration by the Board of Directors. For any alterations to be binding, at least 5/6 of the paid up members (ordinary, associate and founders) MUST be present to form a quorum.

ARTICLE nineteen: DISSOLUTION CLAUSE

1. The Board of Directors and Board of trustee shall establish a committee to ensure the orderly dissolution of the PSA. Such a committee shall include at least two members of the Board of Directors.
2. Assets of PSA will be given to another organization with similar objectives to continue the work started initially by PSA. No member of staff, BOD will willfully retain PSA property upon such dissolution.

End.

Approved by:

Abdifatah Mohamed Sugule

BODChairman

Sign: _____

