

# **Humanitarian Organization for Education and Development (OHED), asbl**

## **STATUTES (Bylaws)**

### **Official documents held by the OHED association:**

- Authorization of operations no. 01/137/DP-SKV/CAB/GOUPRO-SK/2017
  - Act No. notary. 8065
  - No. JUST.112/DP-SKV/CA/5137/2017
  - Order No. 12/356 of November 06, 1957
  - Order No. 15/015 of 21 March 2015
- Minutes of favourable opinion No. . JUST 112/DP-SK/CA/44 / 2017
  - Order No. 01/61/CAB/GP-SK/2005 to 05/09/2005
- Articles 4, 5, 6, 7, 8 and 57 of the Act. 004/2001 of 20 July 2001

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### **PREAMBLE**

Whereas all humans must participate in the development of nations; reaffirming the principles of the United Nations, particularly for education, peace, stability and sustainable development; with particular concern for vulnerable and rural people; valuing the respectful exchange of ideas in a spirit of peace and mutual understanding toward human dignity; committing to a rule of law that supports people; we, members of the Congolese community, have created an association called the Humanitarian Organization for Education and Development (OHED).

### **REASONS FOR CREATION**

The number of Congolese people living in poverty, as well as abandoned and rejected by their families or society, increases every day. Women, children and the elderly, who are the main victims, are stripped of their human rights and deprived of ways to regain their dignity. Thus, with a volunteer spirit of creativity and determination, as of December 25, 2014, Congolese citizens have created OHED, a non-governmental organization of psycho-social and economic support in Bukavu to alleviate poverty, famine, diseases, illiteracy and their related consequences in the urban and rural zones of South Kivu Province of Congo-DRC.

### **CHAPTER I: NAME, SEAT, TERM, MOTTO, SYMBOL, RADIUS AND MEANS OF ACTION, PURPOSE AND OBJECTIVES**

#### **Article 01: Name**

Is created at Kagembe-Malingumu, Avenue of the Diaconia Catholic Saint Gabriel, sector of Lulenge, Province of South Kivu, Republic Democratic of Congo (DRC) on December 25, 2015, a non-profit association to apolitical character called «» HUMANITARIAN ORGANIZATION FOR EDUCATION AND DEVELOPMENT; in acronym "OHED" in accordance with law No. 004/2001 of 20 July 2001 with general provisions applicable to the asbl and the establishments of public utility.

## **Article 02: Seat**

The OHED Association Headquarters is established in the Avenue Diakonia Catholic Saint Gabriel, sector of Lulenge, Province of South Kivu in the Democratic Republic of the Congo. It may be transferred to another place according to the need and the urgency and after deliberation of the General Assembly (AG).

## **Article 03: Term**

The OHED asbl is created for an indefinite period.

## **Article 04: Motto**

The OHED motto is 'Love-Effort-Respect' according to the unit of its members.

## **Article 05: Symbol**

The OHED symbol is people holding hands in a circle, representing our spirit of cooperation within our province as well as the rest of the world. These people are standing inside two growing branches that extend across their shoulders at both ends of the circle.

## **Article 06: Radius of action**

OHED operates in the whole of the Province of South Kivu in the DRC. It will also expand its action in the whole of Africa and in other parts of the world according to the need.

## **Article 07: Means of action**

OHED engages in the following activities:

- Periodic seminars, open-door workshops, round tables, training sessions, projection of videos, cultural ballets and green shows;
- Organisation of training for self-supported communities;
- Publication of information on the activities of OHED, sustainable development, protection of the environment, peace, human rights, etc.
- Development of investigations as well as the exchange of experiences on all issues related to the poor and vulnerable people in the DRC, in Africa and in the world;
- Creation of programmes, centres and cultural communities for listening, learning and responding to problems related to development, cases of violations of rights; etc.

## **Article 08: Purpose and Objectives**

### **Purpose:**

OHED aims to alleviate poverty, famine, diseases, illiteracy and their related consequences in the urban and rural zones of South Kivu Province of Congo-DRC.

## **General objective:**

OHED works to put in place a framework of exchange, support, listening and awareness among poor and vulnerable communities so that the millennium development goals become a reality in their areas.

## **Specific objectives:**

- Exchange experiences with associations or foreign institutions to promote social cohesion, understanding about sustainable development and peaceful cohabitation;
- Promote the talents of local communities at all levels and the promotion of values;
- Contribute to the strengthening of the process of peace and coexistence in rural and urban areas;
- Rehabilitate the agricultural, economic, crafts and cultural population activities;
- Encourage the process of care provision for the street children and the demobilization and reintegration of child soldiers into civilian life;
- Participate in the popularization and the respect of the texts of human rights to promote a justice within communities;
- Contribute to the actions of prevention of HIV/AIDS and other STDs, and the fight against sexual violence by promoting peaceful strategies leading to their reduction at all levels;
- Support and help the needy, abandoned, deprived, discriminated and other vulnerable people through social or humanitarian emergency;
- Mobilize local and urban communities to participate in the management of the environment and the problems associated with climate change as well as the protection of water and aquatic creatures;
- Combat gender-based violence and fight the discrimination and trauma based on gender, thus ensuring the advancement of women;
- Open literacy, language and vocational training centers, including centers for the supervision of the deaf and dumb, and encourage the schooling of children regardless of their sex.

## **Areas of intervention:**

1. Agriculture, livestock, water, sanitation and health
2. Transport, infrastructure, information, communication and technology
3. Human rights, democracy, conflict resolution and peace building
4. Cutting-sewing, knitting and traditional and cultural arts
5. Environment, climate change and energy
6. Language training, community education, sports and leisure

## **CHAPTER II: MEMBERS**

### **Article 09: Categories of members**

OHED consists of two (2) categories of members including:

- Full members
- Supporting members

### **Full members**

A full member of OHED is any person without distinction as to race, sex, HIV status, tribe, religion, marital status, etc. who freely accepts these statutes and the basic documents of the organization, who agrees to contribute to actions of OHED and who respects all the internal regulations. Also, he/she is anyone who speaks freely in writing the desire to belong to OHED and who agrees with the provisions of the texts signed by the Board of Directors and who pays fees to its membership.

### **Supporting members**

Supporting members are anyone who has love for OHED and its full members and may subsequently become a full member according to the standards prescribed in the internal regulations. A supporting member may also be any person who, without being a full member of OHED, provides material or financial support for the realization of its corporate purpose. Supporting members do not have voting rights.

### **Article 10: Qualification for full membership**

Full membership is acquired through the qualifications below:

- Be of good character;
- Have a spirit of love, union and sharing;
- Be at least 18;
- Apply for membership in writing to the Board of Directors, which must be answered after reviewing the record;
- Complete an act of engagement with the Board of Directors;
- Pay membership fees, including purchase of membership card.

### **Article 11: Loss of full membership**

Full membership is lost by:

- Voluntary resignation
- Death
- Serious misconduct

### **Article 12: Resignation**

Any full member of OHED is free to resign. However, he/she must resolve all pending administrative, logistical or financial issues with OHED under penalty of prosecution. Any resignation shall be filed with the Board of Directors which will be forwarded to the next General Assembly for information;

Death results in loss of membership since full membership is individual and requires participation in OHED.

### **Article 13: Rights of full members**

Any full member of OHED has the right to:

- Freedom of expression in meetings without threat or nuisance from other participants;
- The free participation in the recruitment of personnel in OHED;
- Planned or organized training and other activities of OHED.

### **Article 14: Duties of full members**

All full members of OHED must:

- Participate in the activities and meetings organized by OHED;
- Be regular in such contributions as fixed by the Board of Directors and adopted by the General Assembly; and,
- Defend the interests of OHED.

## **CHAPTER III: BODIES AND THEIR FUNCTIONS**

### **Article 15: Governing bodies**

OHED has two (2) governing bodies:

- General Assembly (AG)
- Board of Directors (BoD)

### **Article 16: General Assembly**

The General Assembly (AG) is the supreme body of OHED. It consists of all full members of OHED, including those serving on the Board of Directors. It is responsible for:

- Identifying options and the line of conduct of OHED;
- Assessing and adopting revision to these statutes;
- Electing and removing members of the Board of Directors;
- Certifying the annual accounts of OHED;
- Studying the principles of cooperation with other national and international agencies;
- Checking and/or assessing banking;
- Planning and adopting the budget and plans of action along with the Board of Directors;
- Assessing and approving the recommendations, reports and decisions of the Board of Directors;
- Dissolving OHED and deciding the allocation of its heritage.

The General Assembly meets at least once each year convened by the Board of Directors. Invitations start three months prior to the session with a goal of  $\frac{3}{4}$  of full members to attend, otherwise it is postponed for a month. The minimum number of full members required to reach a quorum is half plus one. It may also meet in extraordinary session at the request of the Board of Directors. The full members present on the first day of the session will elect the chairs of the meeting.

Each full member attending the General Assembly has a vote.

## **Article 17: Board of Directors**

The Board of Directors governs OHED including management of its affairs and ensuring the success of its plans of action. In order to do so, it meets when needed, more frequently than the General Assembly. The Executive Director communicates the place, the date and the agenda within one week prior to the meeting. 2/3 of the members of the Board of Directors must attend in order to form a quorum. Most decisions are made by a simple majority of votes. However, the consensus and majority voting may be required in certain situations.

The members of the Board of Directors are elected by the General Assembly on the proposal of the existing members of the Board of Directors.

To become a member of the Board of Directors, the candidate must:

- Be a full member of OHED in good standing;
- Be committed to serving OHED and its mission;
- Be altruistic, influential, mature and charitable;
- Not be the subject of a conviction by the Court;
- Have a sense of duty and love towards other members.

The Board of Directors is composed of at least five (5) and a maximum of twelve (12) including:

- The Executive Director of OHED;
- Various officers that can include a President, Vice-President, Secretary, and Treasurer;
- General members of the Board of Directors.

Members of the Board of Directors serve for five (5) years, renewable.

Removal of a member of the Board of Directors first requires at least 2/3 of the signatures of the remaining Board of Directors and then final approval from ¾ of the General Assembly. Proof that this director caused harm to OHED is required. In addition, the Board of Directors may remove a director who has been absent from meetings and unresponsive to communications for more than three (3) consecutive months. The reason for this is that uninformed people should not make decisions for the organization.

Any member of the Board of Directors may resign in writing at any time to any other member of the Board of Directors.

## **Article 18: Committees, staff and advisors**

The Board of Directors, usually through the Executive Director, will assign committees, staff, and advisors as needed. Committees, staff, and advisors cannot make decisions that significantly affect OHED or alter the decisions made by the Board of Directors.

### **Article 19: Manager of the cell or branch**

A cell or branch of OHED is generally a village or similarly small area within the South Kivu Province of Congo-DRC. The manager of the cell, branch or sub-branch:

- Represents OHED within their area to members, staff and third parties,
- Distributes the publications of OHED;
- Convenes the General Assembly of their cell;
- Is assisted in their tasks by staff and members. In case of absence or impediment, their duties will be assigned to someone else chosen by the Board of Directors;
- Reports to the Board of Directors on execution of their cell's programme of activities and budget;

### **Article 20: Conflict**

Any conflict arising in OHED or between OHED and outside is processed according to the provisions of these statutes. Any conflict that cannot be resolved by the Board of Directors and/or the General Assembly will be reviewed and resolved by twelve full members of OHED appointed by the Board of Directors. Each of these twelve must have been full members in good standing for at least two years and have demonstrated an active commitment to the success of OHED.

## **CHAPTER IV: WITHDRAWAL AND ALLOCATION OF FUNDS AND PROPERTY**

### **Article 21: Withdrawal of funds**

Any withdrawal of funds from the bank or cashier must be authorized by the Executive Director, another member of the Board of Directors, and the accountant. The finance department presents the financial report and the results of the actions carried out by the funds disbursed.

### **Article 22: Allocation of funds and property**

OHED funds are kept in a bank or cooperative approved on behalf of OHED for security. Contributions are mandatory and nonrefundable for all members. The cashier maintains a record of the contributions of the members, all categories.

OHED's property includes any furniture, equipment, and real estate recorded in the inventory of OHED register.

The OHED fiscal year begins January 1 and ends on the last day of December of each year.

## **CHAPTER V: RESPECT, CHANGE OF STATUTES AND DISSOLUTION**

### **Article 23: Respect**

All members of OHED must respect the provisions of these statutes. In this case the mutual respect is required.

OHED may join another network which has the same objectives for a community interest and on the proposal of the Board of Directors approved by the General Assembly.

OHED must maintain relations of partnership with national, regional and international organizations based on the principles of inter-organizational relationships and respect for protocol of agreement to be discussed before any signature.

#### **Article 24: Change of Statutes (Bylaws)**

Amendments to these statutes (bylaws) can only be made by approval of at least  $\frac{3}{4}$  of the Board of Directors.

These statutes come into force on the date of their approval by the Board of Directors.

#### **Article 25: Dissolution**

The dissolution of OHED can only take place if it is voted so by  $\frac{2}{3}$  of the full members gathered in the General Assembly and at the request of  $\frac{3}{4}$  of the Board of Directors.

In case of dissolution, and after clearance of liabilities, net assets are assigned to one or more associations pursuing objectives similar to those of OHED.

#### **Article 26: Other situations**

For any situation not foreseen in these statutes, OHED refers to provisions of Congolese ASBL-NGO legislation in force at the time the situation takes place.

Done at Kagembe-Malingumu, on December 25, 2014  
Updated by the Board of Directors in November 2017