THE CONSTITUTION OF KWEPU

Community-Based Organization (CBO)

Adopted on: 11th November 2026

Place of adoption: _Kwepu Garden

Registration number: _____

Physical location: Rusinga West location ,kamasengre east sub location luore market

preamble

We, the founding members of **KWEPU**, recognizing the importance of community participation, collective responsibility, accountability, transparency, social and economic empowerment, and sustainable community development;

Acknowledging the need to promote cooperation, mutual support, entrepreneurship, effective resource management, and improved livelihoods;

Committed to democratic leadership, responsible governance, gender equality, inclusion, integrity, and respect for human rights;

Do hereby establish **KWEPU** as a Community-Based Organization and adopt this Constitution as the supreme governing document guiding its establishment, management, operations, and development.

All members and leaders of **KWEPU** shall be bound by the provisions of this Constitution.

ARTICLE 1: NAME, STATUS AND LOCATION

1.1 The organization shall be known as **KWEPU Community-Based Organization**, hereinafter referred to as KWEPU or the Organization.

1.2 **KWEPU** shall operate as a voluntary, non-political, non-partisan, and not-for-profit community-based organization.

1.3 The Organization shall operate in accordance with the applicable laws and regulations of the Republic of Kenya.

1.4 The headquarters of KWEPU shall be situated at:

County: KWEPU GARDEN

Sub-County: MBITA SUB

Ward: RUSINGA

Location: RUSINGA WEST.

1.5 The Organization may establish branches or operational units in other areas subject to approval by the General Assembly and applicable legal requirements.

1.6 The Organization shall have continuity of existence notwithstanding changes in membership or leadership.

ARTICLE 2: VISION, MISSION AND CORE VALUES

2.1 Vision

To build an empowered, self-reliant, inclusive, and sustainable community with improved social and economic well-being.

2.2 Mission

To mobilize and empower community members through participatory development, capacity building, sustainable income-generating activities, responsible resource management, partnerships, and collective action.

2.3 Core values

KWEPU shall be guided by the following values:

a) Integrity and honesty.

b) Transparency and accountability.

c) Participation and community ownership.

d) Equity, inclusion, and non-discrimination.

e) Respect and dignity.

f) Teamwork and solidarity.

g) Sustainability and self-reliance.

ARTICLE 3: OBJECTIVES AND FUNCTIONS

The objectives of KWEPU shall be:

3.1 To promote social and economic empowerment among community members.

3.2 Conserve and restore the environment through tree planting, reforestation and sustainable natural resource management.

3.3 improve food security and livelihoods through sustainable farming ,poultry keeping ,kitchen gardens and agricultural cooperatives

3.4 To establish and manage income-generating activities for organizational sustainability and member economic empowerment.

3.5 To mobilize financial, material, technical, and human resources for community development.

3.6 To promote environmental education and awareness by sharing knowledge and encouraging positive environmental behavior among community members , schools and young people

3.7 To encourage environmental conservation and sustainable natural resource management.

3.8 To promote gender equality and meaningful participation of women, youth, and marginalized groups.

3.9 To establish partnerships with government agencies, NGOs, development partners, private sector organizations, and other relevant institutions.

3.10 To promote good governance, transparency, accountability, and responsible financial management.

3.12 To undertake any lawful activity that advances the mission and objectives of KWEPU.

ARTICLE 4: MEMBERSHIP

4.1 Categories of membership

KWEPU shall have the following categories:

a) Founding members: Individuals who participated in establishing the Organization.

b) Ordinary members: Individuals admitted in accordance with this Constitution.

c) Associate members: Individuals or institutions supporting the objectives of KWEPU but not necessarily entitled to vote.

d) Honorary members: Individuals recognized for outstanding contributions to the Organization, subject to General Assembly approval.

4.2 Eligibility

A person shall qualify for membership if they:

a) Accept the objectives and values of KWEPU.

b) Agree to abide by this Constitution.

c) Demonstrate willingness to participate in organizational activities.

d) Meet the membership requirements established by the General Assembly.

e) Pay the approved registration or membership fees, where applicable.

f] must be a resident of Rusinga island of 18 years and above.

g] must be a person of good conduct

4.3 Admission of members

a) Applications shall be submitted to the Secretary.

b) The Executive Committee shall review applications.

c) Admission shall be subject to approval in accordance with procedures approved by the General Assembly.

d) All approved members shall be entered into the official membership register.

4.4 Rights of members

Every eligible ordinary member shall have the right to:

a) Attend and participate in General Assembly meetings.

b) Vote and contest for leadership positions, subject to eligibility requirements.

c) Receive information about organizational activities and finances.

d) Participate in planning and decision-making.

e) Inspect organizational records upon reasonable request, subject to confidentiality and data protection requirements.

f) Raise concerns, complaints, and recommendations.

g) Benefit from organizational programmes in accordance with approved eligibility criteria.

h) Receive fair treatment without discrimination.

4.5 Responsibilities of members

Members shall:

a) Uphold and respect this Constitution.

b) Participate actively in organizational activities.

c) Pay approved membership contributions.

d) Protect organizational property and resources.

e) Promote unity and cooperation.

f) Respect decisions lawfully made by the Organization.

g) Avoid fraud, corruption, discrimination, and conflicts of interest.

h) Promote the good reputation of KWEPU.

4. Termination of membership 6

Membership may cease through:

a) Voluntary resignation.

b) Death.

c) Expulsion following due process.

d) Prolonged inactivity under rules approved by the General Assembly.

e) Any other lawful ground established under this Constitution.

4.7 Suspension and expulsion

No member shall be suspended or expelled without:

a) Written notification of the allegations.

b) An opportunity to respond.

c) An impartial hearing.

d) A written decision explaining the reasons.

e) An opportunity to appeal to the General Assembly.

ARTICLE 5: ORGANIZATIONAL STRUCTURE

The governance and management structure of KWEPU shall comprise:

5.1 The General Assembly.

5.2 The Executive Committee.

5.3 Standing committees.

5.4 Project and income-generating activity management teams.

5.5 Members and volunteers.

The General Assembly shall be the supreme decision-making organ of KWEPU.

ARTICLE 6 ASSEMBLYEN: THE GERAL

6.1 Composition

The General Assembly shall consist of all registered members entitled to participate.

6.2 Powers and responsibilities

The General Assembly shall:

a) Determine the overall direction and priorities of KWEPU.

b) Approve strategic plans and annual work plans.

c) Elect and remove members of the Executive Committee in accordance with this Constitution.

d) Approve annual budgets and financial reports.

e) Receive and consider audit reports.

f) Approve constitutional amendments.

g) Determine membership fees and other contributions.

h) Approve major income-generating activities and investments.

i) Review the performance of the Executive Committee.

j) Approve dissolution of the Organization.

k) Resolve appeals and major disputes.

6.3 Annual General Meeting

The Organization shall hold an Annual General Meeting (AGM) once every calendar year.

The AGM shall:

a) Receive the annual organizational report.

b) Review financial statements.

c) Consider audit or independent review reports.

d) Approve the annual budget.

e) Review organizational performance.

f) Elect leaders when their terms expire.

g) Discuss future plans and priorities.

6.4 Special General Meetings

A Special General Meeting may be called:

a) By the Chairperson with approval of the Executive Committee.

b) By a resolution of the Executive Committee.

c) Upon a written request signed by at least one-third of eligible ordinary members.

6.5 Notice of meetings

a) At least fourteen (14) days' notice shall be given for an AGM or ordinary General Assembly meeting.

b) At least seven (7) days' notice shall be given for a Special General Meeting, except in genuine emergencies.

c) Notices shall specify the date, venue, time, and agenda.

6.6 Quorum

The quorum for a General Assembly meeting shall be one-half of registered voting members.

If a quorum is not achieved, the meeting shall be adjourned and reconvened in accordance with procedures approved by the General Assembly.

6.7 Decision-making

a) Decisions shall preferably be reached through consensus.

b) Where consensus is not possible, decisions shall be made by a simple majority of members present and voting.

c) Constitutional amendments and dissolution shall require a two-thirds majority of members present and voting, subject to applicable legal requirements.

d) Voting shall be conducted openly or by secret ballot as appropriate.

ARTICLE 7: THE EXECUTIVE COMMITTEE

7.1 Composition

The Executive Committee shall comprise:

a) Chairperson.

b) Secretary..

c) Treasurer

The General Assembly may adjust the number of committee members according to the needs and size of KWEPU.

Responsibilities of the Executive Committee 7.2

The Executive Committee shall:

a) Implement decisions of the General Assembly.

b) Manage the day-to-day affairs of KWEPU.

c) Prepare annual work plans and budgets.

d) Coordinate projects and income-generating activities.

e) Supervise staff, volunteers, and project teams.

f) Ensure compliance with this Constitution and applicable laws.

g) Prepare financial and organizational reports.

h) Safeguard organizational assets.

i) Develop policies and operational procedures for General Assembly approval.

j) Identify organizational risks and take appropriate corrective action.

k) Promote transparency, accountability, and member participation.

l) Report regularly to the General Assembly.

3 Duties of office bearers 7.

7.3.1 Chairperson

The Chairperson shall:

a) Provide overall leadership and strategic direction.

b) Preside over General Assembly and Executive Committee meetings.

c) Represent KWEPU in official engagements.

d) Ensure implementation of organizational decisions.

e) Supervise the performance of the Executive Committee.

f) Promote unity, transparency, and accountability.

7.3.2 Vice-Chairperson

The Vice-Chairperson shall:

a) Assist the Chairperson.

b) Perform the Chairperson's duties when the Chairperson is unavailable.

c) Undertake responsibilities delegated by the Executive Committee.

7.3.3 Secretary

The Secretary shall:

a) Maintain membership records.

b) Prepare and distribute meeting notices.

c) Record and maintain minutes.

d) Maintain organizational correspondence.

e) Safeguard the Constitution and official documents.

f) Prepare administrative reports.

g) Maintain an updated organizational filing system.

7.3.4 Assistant Secretary

The Assistant Secretary shall assist the Secretary and perform delegated duties when the Secretary is unavailable.

7.3.5 Treasurer

The Treasurer shall:

a) Oversee the financial affairs of KWEPU.

b) Maintain or supervise financial records.

c) Prepare budgets and financial reports.

d) Ensure that all income is properly recorded and banked.

e) Monitor expenditure against approved budgets.

f) Coordinate bank reconciliations.

g) Present financial reports to the Executive Committee and General Assembly.

h) Ensure that supporting documents are maintained.

i) Facilitate independent financial reviews and audits.

j) Protect organizational financial resources.

Organizing Secretary 7.3.6

The Organizing Secretary shall:

a) Coordinate organizational meetings and events.

b) Mobilize members for activities.

c) Support community outreach.

d) Coordinate logistical arrangements.

e) Support implementation of approved programmes.

7.3.7 Additional Committee Members

Additional committee members shall:

a) Participate in organizational decision-making.

b) Support supervision and monitoring.

c) Represent member interests.

d) Perform responsibilities assigned by the Executive Committee.

ARTICLE 8: ELECTIONS AND TERMS OF OFFICE

8.1 Executive Committee members shall be elected democratically by the General Assembly.

8.2 Elections shall be held every three (4) years.

8.3 A person elected to office shall serve for a term of four years and shall be eligible for re-election for one additional consecutive term.

8.4 Elections shall be conducted through a fair, transparent, and impartial process.

8.5 Voting shall be by secret ballot unless the General Assembly agrees to another lawful method.

8.6 An election committee may be appointed to oversee elections.

8.7 Any candidate or member who has a legitimate complaint regarding an election may submit an appeal within seven (7) days.

8.8 A vacancy arising during a term may be filled through an interim appointment approved by the Executive Committee, subject to ratification by the next General Assembly.

ARTICLE 9: STANDING COMMITTEES

The General Assembly or Executive Committee may establish standing committees to strengthen oversight and operational efficiency.

These may include:

Finance and Audit Committee 9.1

Responsible for:

a) Reviewing financial reports.

b) Monitoring internal financial controls.

c) Examining financial irregularities.

d) Following up audit recommendations.

e) Advising on financial risk management.

Its members shall not approve or audit their own transactions.

9.2 Projects and Development Committee

Responsible for:

a) Identifying community development priorities.

b) Supporting project planning and implementation.

c) Monitoring project progress.

d) Reporting project outcomes and challenges.

9.3 Business and IGA Committee

Responsible for:

a) Identifying viable business opportunities.

b) Preparing business plans.

c) Reviewing production costs and pricing.

d) Monitoring sales and profitability.

e) Developing marketing and customer acquisition strategies.

f) Reporting business performance.

9.4 Monitoring and Evaluation Committee

Responsible for:

a) Developing performance indicators.

b) Monitoring organizational activities.

c) Evaluating achievement of objectives.

d) Documenting lessons learned.

e) Recommending corrective measures.

9.5 Welfare and Membership Committee

Responsible for:

a) Promoting member welfare.

b) Supporting membership recruitment.

c) Addressing member concerns.

d) Promoting inclusion and participation.

ARTICLE 10: FINANCIAL MANAGEMENT AND ACCOUNTABILITY

10.1 Sources of funds

The funds of KWEPU may come from:

a) Membership fees and contributions.

b) Donations and grants.

c) Fundraising activities.

d) Income-generating activities.

e) Partnerships and lawful sponsorships.

f) Other lawful sources approved by the General Assembly.

10.2 Banking arrangements

a) KWEPU shall maintain an official bank account in its registered name.

b) The Executive Committee [chairman, secretary and the treasurer] shall be the three authorized signatories.

c) Any withdrawal or payment shall require authorization by at least two signatories, subject to bank requirements.

d) No individual shall use organizational funds for personal purposes.

e) Changes in bank signatories shall require documented approval.

10.3 Financial records

The Organization shall maintain:

a) Cashbooks.

b) Bank statements.

c) Receipts and payment vouchers.

d) Ledgers and financial statements.

e) Budgets and expenditure reports.

f) Procurement records.

g) Asset registers.

h) Income-generating activity accounts.

10.4 Budgeting

a) An annual budget shall be prepared by the Executive Committee.

b) The budget shall be approved by the General Assembly.

c) Expenditure shall be undertaken within approved budget limits.

d) Significant budget variations shall require appropriate approval.

10.5 Financial year

The financial year of KWEPU shall run from 1 January to 31 December, unless otherwise approved by the General Assembly in accordance with applicable requirements.

10.6 Financial reporting

a) Financial reports shall be prepared at least quarterly.

b) Annual financial statements shall be presented to the AGM.

c) Members shall have reasonable access to financial information.

d) All financial transactions shall be supported by appropriate documentation.

10.7 Audit and independent review

a) The accounts of KWEPU shall be independently examined at least annually, or as required by law or funding agreements. The general assembly shall appoint two people to audit the accont.

b) Audit findings shall be presented to the General Assembly.

c) Management shall prepare an action plan to address audit recommendations.

ARTICLE 11: INTERNAL CONTROLS AND THE MULTI-EYES PRINCIPLE

11.1 KWEPU shall implement internal controls to prevent fraud, misuse, misappropriation, and errors.

11.2 The multi-eyes principle shall apply to significant financial and administrative transactions.

11.3 No single individual shall exercise complete control over a financial transaction from initiation to approval, payment, recording, and reconciliation.

11.4 Responsibilities shall be separated as follows:

a) Purchasing shall be undertaken by an authorized procurement person or committee.

b) Receipt of goods shall be verified by a designated person independent of the purchasing process.

c) Payments shall be authorized by designated signatories.

d) Transactions shall be recorded by the responsible appointed members..

e) Bank reconciliations shall be independently reviewed.

11.5 All procurement shall follow transparent procedures based on fairness, value for money, and avoidance of conflicts of interest.

11.6 Cash and stock shall be physically verified periodically.

11.7 Any suspected fraud or financial irregularity shall be reported to the Executive Committee or appropriate oversight body for investigation.

11.8 No person shall approve their own reimbursement or financial claim.

11.9 Members found responsible for misconduct shall be subject to appropriate disciplinary and legal procedures.

ARTICLE 12: INCOME-GENERATING ACTIVITIES AND BUSINESS MANAGEMENT

12.1 KWEPU may establish and operate lawful income-generating activities to support organizational sustainability and community empowerment.

12.2 All IGAs shall operate according to approved business plans.

12.3 Each IGA shall have:

a) Clearly defined business objectives.

b) A designated responsible team.

c) An approved operational budget.

d) Costing and pricing procedures.

e) Production and stock records.

f) Sales and customer records.

g) Financial performance indicators.

h) Risk management arrangements.

12.4 The Executive Committee shall ensure that IGAs are managed professionally and commercially.

12.5 Selling prices shall be determined through consideration of production costs, operating expenses, market demand, competition, and reasonable profit margins.

12.6 Responsibilities for pricing, marketing, customer acquisition, sales, financial recording, and oversight shall be clearly assigned.

12.7 Income and expenditure from each IGA shall be separately recorded.

12.8 Business performance shall be reviewed at least quarterly.

12.9 The results achieved shall be compared with the targets established in the business plan.

12.10 Business surpluses shall be utilized according to policies approved by the General Assembly.

12.11 No IGA shall be operated primarily for the personal enrichment of individual members or leaders.

12.12 Where members receive compensation for work performed, such compensation shall be reasonable, documented, approved, and consistent with organizational policies.

ARTICLE 13: PROCUREMENT AND ASSET MANAGEMENT

13.1 All procurement shall be undertaken transparently and in accordance with approved procurement procedures.

13.2 Competitive quotations shall be obtained where practical and appropriate.

13.3 Procurement decisions shall consider quality, price, reliability, and value for money.

13.4 Any person with an interest in a procurement transaction shall declare the interest and shall not participate in the decision.

13.5 All organizational assets shall be recorded in an asset register.

13.6 Assets shall be used exclusively for approved organizational purposes.

13.7 Disposal of significant organizational assets shall require Executive Committee approval and, where appropriate, General Assembly approval.

13.8 Physical verification of assets shall be undertaken periodically.

ARTICLE 14: HUMAN RESOURCE MANAGEMENT AND VOLUNTEERS

14.1 KWEPU may engage employees, consultants, volunteers, and technical personnel according to its needs and resources.

14.2 Recruitment and appointment shall be based on competence, integrity, experience, and organizational needs.

14.3 Responsibilities shall be documented through job descriptions or terms of reference.

14.4 Staff and volunteers shall be treated fairly and respectfully.

14.5 The Organization shall promote equal opportunities and non-discrimination.

14.6 Appropriate training and capacity development shall be provided.

14.7 Performance shall be monitored and evaluated periodically.

14.8 Confidential organizational information shall be protected.

14.9 Employment and volunteer arrangements shall comply with applicable laws.

ARTICLE 15: TRANSPARENCY, INFORMATION SHARING AND RECORD-KEEPING

15.1 KWEPU shall operate openly and transparently.

15.2 Members shall have reasonable access to:

a) The Constitution.

b) Approved minutes and resolutions.

c) Annual work plans.

d) Approved budgets.

e) Financial reports.

f) Audit reports.

g) Organizational performance reports.

15.3 The Secretary shall maintain official organizational records.

15.4 The Treasurer shall maintain financial records.

15.5 Business managers shall maintain records relating to their respective activities.

15.6 Records shall be stored securely in physical or electronic form.

15.7 Confidential personal information shall only be accessed and shared in accordance with applicable data protection requirements.

15.8 Records shall be retained and disposed of according to applicable laws and approved organizational policies.

ARTICLE 16: MONITORING, EVALUATION AND ORGANIZATIONAL LEARNING

16.1 KWEPU shall establish a monitoring and evaluation system.

16.2 Each programme and IGA shall have measurable objectives and performance indicators.

16.3 Activities shall be monitored regularly.

16.4 Results shall be compared with approved plans and budgets.

16.5 The Organization shall conduct periodic performance reviews.

16.6 Members shall participate in evaluating organizational performance.

16.7 Lessons learned from successful and unsuccessful activities shall be documented.

16.8 Corrective actions shall be assigned to responsible individuals and monitored.

16.9 The Organization shall undertake periodic organizational capacity assessments.

16.10 The results of assessments shall inform capacity-building plans and organizational improvements.

ARTICLE 17: CONFLICT OF INTEREST, ETHICS AND DISCIPLINE

17.1 Members and leaders shall act in the best interests of KWEPU.

17.2 A conflict of interest shall arise where an individual's personal, family, business, or financial interests may improperly influence organizational decisions.

17.3 All actual, potential, or perceived conflicts of interest shall be declared.

17.4 A person with a conflict of interest shall not participate in the related decision unless the conflict has been appropriately addressed.

17.5 Fraud, corruption, theft, harassment, abuse of authority, discrimination, and misuse of organizational property shall constitute misconduct.

17.6 Disciplinary action shall be fair, proportionate, and consistent with this Constitution.

17.7 No person shall be punished without being informed of the allegations and given an opportunity to be heard.

17.8 Serious cases may be referred to relevant authorities where appropriate.

ARTICLE 18: CONFLICT RESOLUTION AND GRIEVANCE HANDLING

18.1 KWEPU shall encourage peaceful and constructive resolution of disputes.

18.2 Disputes shall initially be referred to the Executive Committee.

18.3 Where the dispute involves an Executive Committee member, the matter shall be referred to an impartial panel appointed by the General Assembly or another appropriate independent body.

18.4 Parties shall be given an opportunity to present their views.

18.5 If a dispute remains unresolved, it may be referred to the General Assembly.

18.6 Mediation or other lawful dispute resolution mechanisms may be used.

18.7 Where a dispute cannot be resolved internally, parties may seek assistance from the relevant government authorities or lawful dispute resolution institutions.

ARTICLE 19: PARTNERSHIPS AND RESOURCE MOBILIZATION

19.1 KWEPU may establish partnerships with government institutions, NGOs, donors, private enterprises, educational institutions, and other development organizations.

19.2 All partnerships shall advance the objectives of KWEPU.

19.3 Partnership agreements shall be documented.

19.4 Funds and resources received from partners shall be managed according to agreed conditions and organizational financial policies.

19.5 No partnership shall compromise the independence, integrity, or lawful mandate of KWEPU.

19.6 The Organization shall seek to diversify its funding and income sources to reduce dependence on external donors.

ARTICLE 20: SAFEGUARDING AND PROTECTION

20.1 KWEPU shall promote a safe, respectful, and inclusive environment.

20.2 The Organization shall prohibit sexual exploitation, abuse, harassment, violence, and all forms of discrimination.

20.3 Appropriate reporting and response mechanisms shall be established.

20.4 Children and vulnerable persons shall be protected from abuse and exploitation in all organizational activities.

20.5 All complaints shall be handled confidentially and fairly, while ensuring appropriate reporting of serious safeguarding concerns.

20.6 The Organization shall establish safeguarding procedures consistent with applicable Kenyan law.

OF THE CONSTITUTION ARTICLE 21: AMENDMENT

21.1 This Constitution may be amended by a resolution of the General Assembly.

21.2 Proposed amendments shall be submitted in writing to the Secretary.

21.3 Members shall receive at least fourteen (14) days' notice of proposed amendments.

21.4 An amendment shall require approval by at least two-thirds of members present and voting at a duly constituted General Assembly.

21.5 No amendment shall authorize unlawful activities or contradict applicable legal requirements.

21.6 Any required notification or approval by relevant authorities shall be undertaken before the amendment takes effect.

ARTICLE 22: DISSOLUTION OF THE ORGANIZATION

22.1 KWEPU may be dissolved only through a resolution of a duly constituted Special General Meeting convened specifically for that purpose.

22.2 The dissolution resolution shall require approval by at least two-thirds of eligible members present and voting, subject to applicable law.

22.3 All outstanding debts and lawful liabilities shall be settled.

22.4 The Organization's remaining assets shall not be distributed among individual members.

22.5 After settlement of liabilities, remaining assets shall be transferred to another registered non-profit organization with similar objectives, subject to applicable law and any donor restrictions.

22.6 Dissolution shall be reported to the relevant authorities in accordance with applicable legal requirements.

ARTICLE 23: INTERPRETATION AND SUPREMACY OF THE CONSTITUTION

23.1 This Constitution shall be the principal governing document of KWEPU.

23.2 All members and leaders shall be bound by its provisions.

23.3 Any policy, rule, or procedure adopted by KWEPU shall be consistent with this Constitution.

23.4 Where a provision conflicts with applicable Kenyan law, the applicable law shall prevail, and the Organization shall take steps to amend the relevant provision.

23.5 Any matter not expressly provided for in this Constitution shall be determined by the General Assembly in accordance with the law and the objectives of KWEPU.

ARTICLE 24: ADOPTION AND COMMENCEMENT

24.1 This Constitution was considered, discussed, and adopted by the founding members of KWEPU at a duly convened meeting held on:

Date:11,November 2026

Venue: kwepu Garden

24.2 This Constitution took off and was in effect upon adoption in our Annual general Meeting in December 30th 2020 and shall be subject to any registration or approval requirements under applicable law