



**ASSOCIATION OF FACILITIES MANAGEMENT
PRACTITIONERS, NIGERIA**

(AFMPN)

CONSTITUTION

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PREAMBLE

WHEREAS the Association of Facility Management Practitioners, Nigeria AFMPN was established as an umbrella body of all Facility Management Practitioners and Organisations operating in Nigeria.

WHEREAS the Association was incorporated on 30th October 2017 with the Corporate Affairs Commission, Nigeria to associate facility management practitioners in Nigeria into a national professional body and to promote excellence in the facility management industry through adherence to the following standards.

1. ISO 41001 (Series) Facility Management Standard
2. And any other Standard as may be created or adopted by the Association

NOW, THEREFORE, The Members of the Association do now make for themselves this Constitution which was adopted on the 20th day of December 2020, and as amended on the Oct 30th day of October 2022. Each by an Extraordinary General Meeting of the Association held via virtual telepresence to order its activities.

The provisions shall bind and guide the conducts of the Association and her members.

Citation

This Constitution shall be cited as “The Constitution of the Association of Facility Management Practitioners, Nigeria.”

ARRANGEMENT OF ARTICLES AND SECTIONS

Article 1	NAME AND OBJECTIVES
Article 2	MEMBERSHIP
Article 3	REGISTERED TRUSTEES
Article 4	MEMBERSHIP FEES
Article 5	OFFICERS, DUTIES AND POWERS
Article 6	OFFICE OF THE ASSOCIATION
Article 7	NATIONAL EXECUTIVE COUNCIL AND REGIONAL MANAGEMENT COMMITTEES
Article 8	MEETINGS OF MEMBERS
Article 9	COMMON SEAL
Article 10	AUDIT OF FINANCIAL STATEMENTS
Article 11	BOOKS OF ACCOUNTS
Article 12	NOMINATIONS AND ELECTION OF OFFICERS
Article 13	SPECIAL CLAUSE
Article 14	AMENDMENT
Article 15	WINDING UP

ARTICLE 1: NAME AND OBJECTIVES

Section 1: Name

The Association shall be called **The Association of Facility Management Practitioners, Nigeria** (hereinafter referred to as the “Association”).

Section 2: Purpose

The purpose of the Association is to provide a national platform for the promotion of Facility Management practice in Nigeria through:

1. Continuous professional development of Facility Managers
2. Stimulating a competitive facility management industry
3. Leveraging international partnerships, standards, and best practices
4. Development of relevant local standards
5. Benchmarking aimed at actualizing national development goals and contributing to national development.
6. Working with various stakeholders, affiliate organizations, similar bodies, associated professional bodies, National and International FM bodies to achieve the Association's objectives

Section 3: Mission, Vision & Objectives

Mission

To promote excellence in the Nigeria Facility Management Industry and be the reference point for everything facility management in Nigeria

Vision

To make Facility Management a major driver of the Nigerian economy

Objectives

1. Represent the interest of all FM practitioners in the industry.
2. Be the voice of Nigeria FM Industry
3. Positively influence government policies relating to infrastructure design, development, and management
4. Work with relevant regulatory bodies to promote best practice and adherence to established standards among practitioners, companies, developers, and allied participants in the Nigerian FM space
5. Create, Adopt, and encourage compliance to industry Standards
6. Professionalize the FM industry in Nigeria by:
 - a. Supporting the professional development and capacity building of members of all cadre.
 - b. Working with Universities and other institutions in Nigeria to promote the development, learning and research on facility management
7. Regularly establish reliable industry data and benchmarks"
8. Organise conferences and seminars to promote best practices, knowledge, and development in the industry and reward excellence in the industry through awards and recognition
9. Represent Nigeria in International Facility Management Organisations and activities

ARTICLE 2: MEMBERSHIP

Section 1: Composition

The membership of the Association shall consist of individuals and organisations who operate in the built environment and facility management industry and who ascribe to the Purpose, Mission, Vision and Objectives and code of ethics of the Association.

Section 2; Membership Categories

The classes of membership shall be as defined in this Article as follows:

Individual

1. Student Member (SFM)
2. Affiliate Member (AFM)
3. Registered Facility Manager (RFM)

Fellowship

1. Fellow (FFM)

Corporate

1. Silver
2. Gold
3. Platinum
4. Corporate Sustaining Partner

Section 3: Membership Criteria

1. STUDENT MEMBER

A Student Member shall be a person who is undertaking an approved facility management course of training, or in related fields to facility management such as engineering, environmental sciences or allied disciplines as deemed suitable by the Association, leading to a degree in an institution recognized by the Association for training registerable facility managers.

2. AFFILIATE MEMBER

A person seeking admission to Affiliate Membership shall possess an academic qualification acceptable to the Association in related fields to facility management such as engineering, environmental sciences or allied discipline as deemed suitable by the Association. Post-qualification practical experience shall not be a requirement for entry into this class.

3. REGISTERED FACILITY MANAGER

A person seeking admission to the RFM membership category must meet any of the following requirements and pass a comprehensive assessment to be administered by the Association after paying the prescribed designation fee:

- A. An undergraduate or post-graduate degree in Facility Management from a recognized institution in Nigeria or overseas
- B. A Facility Management professional certification or credential from any of the affiliated FM organizations such as the International Facility Management Association IFMA, Institute of Workplace and Facility Management IWFM or Pro FM Institute, etc.
- C. Practical experience in facility management of over five (5) years standing

4. FELLOWSHIP FFM

The Board of Trustees and Body of Fellows shall be saddled with the responsibilities of creation of Fellows.

Individuals who meet the eligibility criteria below can apply or be referred for admission into the Fellowship cadre after paying the prescribed processing fees:

1. Fellowship candidates must have attained "Registered Facility Managers" (RFM) status for at least Ten (10) years. However, regarding the 10 years qualification requirement only, special recognition may be accorded to pioneer members at the discretion of the BoT and body of Fellows.
2. Financial consistency (There must be evidence of consistency in the payment of dues in the last five (5) years preceding application).
3. Must have attended at least five (5) consecutive AGMs and actively participated in the Association's activities.
4. Any 2 Additional Criteria from 5 to 7
5. Must have written, presented, or published at least four (4) technical / management papers at the Association's conferences, other local or international FM conferences/Journals.
6. Must have worked on some outstanding projects (that stand out from the ordinary).
7. Must have attended or taught yearly facility management courses or workshops.

5. CORPORATE MEMBERSHIP

All companies to be registered under this category must have actively engaged not less than two (2) Registered Facility Managers (RFM) in their organization. The following categories of companies will be eligible to apply for corporate membership:

- A. Companies providing facility management services
- B. Companies providing associated services to facility management, such as:
 - a. Security
 - b. Janitorial
 - c. Ventilation and Air Conditioning
 - d. Electrical Maintenance
 - e. Power
 - f. Fumigation and Pest Control Services
 - g. Renovation and Remodeling Services
 - h. Mechanical Services
 - i. Plumbing Services
 - j. Building Maintenance Management
 - k. Space and Move Management
 - l. Food Vending, Hospitality and Catering Services
 - m. Landscape and Gardening Services
 - n. Others providing services within the scope of Facility Management

Section 4: Membership Benefits

Students and Affiliate Members

1. Networking opportunities during conferences and events
2. Access to periodicals, research, and industry survey reports
3. Professional development opportunities
4. Coaching and mentorship opportunities
5. Training, conferences, and seminars at discounted rates

Registered Members and Fellows

1. Networking opportunities during conferences and events
2. Access to periodicals, research, and industry survey reports
3. Professional development opportunities
4. Coaching and mentorship opportunities
5. Training, conferences, and seminars at discounted rates
6. Enhanced experience and professional skills through training and development programs
7. Global Network of professional Facility Managers
8. Acknowledgements at Association's events and conferences
9. Listing on Registered Members' directory
10. Eligible to be voted into leadership positions of the Association

Corporate Silver

1. Networking opportunities during conferences and events
2. Access to periodicals, research, and industry survey reports
3. Professional development opportunities
4. Coaching and mentorship opportunities
5. Training, conferences, and seminars at discounted rates
6. Use of Association's logo on the company website
7. Listing on Corporate Members' directory
8. Membership of Association panels and special committees
9. Two (2) complimentary staff membership annual fees

Corporate Gold

1. Networking opportunities during conferences and events
2. Access to periodicals, research, and industry survey reports
3. Professional development opportunities
4. Coaching and mentorship opportunities
5. Training, conferences, and seminars at discounted rates
6. Use of Association's logo on the company website
7. Listing on Corporate Members' directory
8. Membership of Association panels and special committees
9. Display of logo on the Association's website
10. Three (3) Complimentary staff membership annual fees

Corporate Platinum

1. Networking opportunities during conferences and events
2. Access to periodicals, research, and industry survey reports
3. Professional development opportunities
4. Coaching and mentorship opportunities
5. Training, conferences, and seminars at discounted rates
6. Use of Association's logo on the company website
7. Listing on Corporate Members' directory
8. Membership of Association panels and special committees
9. Display of logo on the Association's website
10. Display of logo on Association's printed materials
11. Four (4) complimentary staff membership annual fees

Corporate Sustaining Partner

1. Networking opportunities during conferences and events
2. Access to periodicals, research, and industry survey reports
3. Professional development opportunities
4. Coaching and mentorship opportunities
5. Training, conferences, and seminars at discounted rates
6. Use of Association's logo on the company website
7. Listing on Corporate Members' directory
8. Membership of Association panels and special committees
9. Display of logo on the Association's website
10. Display of logo on the Association's printed materials
11. Five (5) complimentary staff membership annual fees
12. Advertisements and Recognition at designated Association's events

Section 5: Rights and Privileges

Affiliate Members, Registered Facility Managers and Fellows are entitled to vote at general meetings and extraordinary general meetings.

Registered Facility Managers and Fellows are the membership cadres that are eligible to hold Office.

All other members are entitled to participate at such meetings.

All members, not minding cadres, are entitled to the following rights and privileges:

- Attendance at general and monthly meetings.
- Free or discounted use of the Association's platforms for the direct promotion of products or services.
- Discounted training and other offerings by the Association, corporate members, and industry partners
- Access to learning resources from the Association's website and other repositories
- Attendance at free facility tours and other events
- Discounted fees for paid tours and events
- Opportunity to submit articles and papers for publication

Section 6: Application for Membership

All applicants will complete the Association's application form online through the Association's website in line with the guidelines for the relevant membership category and criteria as specified in this Constitution.

Section 7: Acceptance of Membership

Upon approval of the new member's application by the Executive Council, the applicant shall be deemed a member of the Association. The newly elected member shall be entitled to all rights and privileges of membership of the class of membership admitted.

The Executive Council shall have the right to reject membership in the requested class subject to review by the Board of Trustees.

Section 8: Resignation

Any member may resign by filing a written resignation with the Registrar or President of the Association; such resignation shall not relieve the member so resigning of the obligation to pay any dues or any charges, theretofore accrued and payable as at the date of such resignation.

Section 9: Removal

Members may be recommended for removal from membership of the Association by the Executive Council if he violates the ethics of the Association and after a properly constituted disciplinary committee has given him a fair hearing.

If removed, the former member may appeal the decision of the Executive Council to the Board of Trustees, provided that notice of intent to lodge such appeal has been given to the Board of Trustees at least one week before the date of the meeting. A majority vote for removal by the Board of Trustees is required to deny the appeal. Notice of removal shall be forwarded to the former member. A removed member may only re-apply for membership at least two years after the date of his removal.

Section 10: Reapplication for Membership

Any candidate who fails to receive the requisite approval for admission to membership may re-apply, provided, the new application is made in the manner and class required by the Association. Should the basis of rejection be the result of an incomplete application by the candidate, the candidate may re-apply immediately.

Section 11: Reclassification

Suppose a member changes his or her position or occupation to no longer qualify for the stated membership class. In that case, the member shall be reclassified appropriately by the Executive Committee, any additional assessment for dues for the new membership status shall be made, providing at least six months (6) remain during the dues period in question.

Article 3: Registered Trustees

Section 1: Composition and Tenure

The affairs of the Association shall be overseen by a seven (7) member Board of Trustees led by a Chairman appointed from among its members. Membership to the Board of Trustees shall be elected from among the following upon the expiration of tenure, resignation, or demise of the founding Trustees:

1. President and past Presidents of the National Executive Council
2. Chairman and past Chairmen of Regional Executive Committees
3. Registrar/ Chief Operating Officer COO of the Association

The Trustees of the ASSOCIATION OF FACILITY MANAGEMENT PRACTITIONERS, NIGERIA (hereinafter referred to as the “Trustees”) shall, for the Companies and Allied Matters Act 1990, Part C, be appointed at a General Meeting duly convened following the provisions of this Constitution.

The Trustees shall be known as THE REGISTERED TRUSTEES OF THE ASSOCIATION OF FACILITY MANAGEMENT PRACTITIONERS, NIGERIA.

A Trustee may hold Office for a 4-year tenure renewable only once, but shall cease to hold Office if he:

1. Resigns his Office or
2. Ceases to be a member of the Association of Facility Management Practitioners, Nigeria
3. Is officially bankrupt or
4. Is no longer resident in Nigeria
5. Is convicted of an offence involving dishonesty by a court of competent jurisdiction
6. Is removed from Office by a 2/3 majority vote in a general meeting attended by a minimum of 100 members of the Association in good financial standing at any general meeting
7. Is found guilty of gross misconduct
8. Becomes deceased.

Section 2: Common Seal

The Trustees shall have a common seal. The common seal shall be kept in the custody of the Registrar/COO who shall produce it when required for use by the Trustees.

All documents to be executed by the Trustees shall be signed by the President and The Registrar/COO and sealed with the common seal.

The Trustees shall have the power to accept and hold in trust, all land belonging to Association and shall have the power to acquire land or any property whatsoever on behalf of the Association.

Article 4: Membership Fees

Section 1: Setting of Membership Fees

The Executive Council shall establish all membership fees. Any change in the assessment for Association dues for each class of membership shall be recommended to the Board of Trustees by the Executive Council at a Board of Trustees meeting.

Section 2: Distribution of Collected Membership Fees

The annual membership fees to be collected from members shall be distributed for the operations of the National Executive Council and the Regional Executive Committees as may be recommended by the Council, approved by the Board of Trustees, and ratified at an Annual General Meeting of the Association.

Section 3: Collection of Membership Fees

Association dues for new members shall be submitted to the Association with the membership application(s). Initial membership dues shall accompany the membership application.

Annual membership fees notice, and invoices shall be delivered/ emailed to all members at least 60 days before the end of the year

Section 4: Tenure of Membership Fees

Association fees for new members shall not be prorated. All membership fees are annual and will expire on 31st December each year.

Section 5: Unpaid Membership Fees

If annual Association dues of any member shall be unpaid for thirty (30) days after the date of emailing the annual dues notices, the Association shall email a second notice. If said member's dues remain unpaid after (60) days after the second notice, such membership shall be deemed terminated due to non-payment. Such membership can only be restored on full settlement of all outstanding dues. Failure to restore membership over a period of 2 consecutive years shall result in final de-registration. Membership interests at any time after de-registration, must be on a 'fresh member' basis.

Section 6: Other Fees and Contributions

The Association shall not levy any assessment on any member other than regular annual membership fees, reasonable and necessary fees for periodicals, attendance at meetings, conferences, seminars, and special events. Voluntary contribution programs may be established by the Association as approved by the Board of Trustees.

Section 7: Refund of Membership Fees

The Association shall not, in any circumstance, refund any portion of a member's annual or other dues and fees validly collected under this Constitution.

Section 8: Membership Fees Amounts

The Association’s current membership fee will be as stated below subject to review by the Executive Council and approval by Board of Trustees and the AGM.

Individual

1. Student Member	-	N5,000
2. Affiliate Member	-	N10,000
3. Registered Facility Manager	-	N10,000

Corporate

1. Silver	-	50,000
2. Gold	-	75,000
3. Platinum	-	100,000
4. Corporate Sustaining Partner	-	1,000,000

Article 5: Officers, Duties and Powers

Section 1: Officers

The officers of the Association shall be the following:

1. President
2. Deputy President
3. Vice President/ Chairman – Western Region
4. Vice President/ Chairman – Northern Region
5. Vice President/ Chairman – Eastern Region
6. Director – Membership and Professional Development
7. Director – Finance and Administration
8. Director – Marketing Communications and Public Relations
9. Registrar/ Chief Operations Officer COO
10. Ex-Officio – 1
11. Ex-Officio – 2
12. Ex-Officio – 3

NB: Election into Vice President/ Chairman position for any region shall, in compliance with the election timetable, hold only if the association can confirm a minimum of 20 financial members operating in such a region.

Section 2: Terms of Office

Officers, except the Registrar/Chief Operations Officer COO and the Ex-Officios (1, 2, and 3), shall be elected under Article 12 of this Constitution and shall serve for a term of two (2) years or until their successors are elected.

Section 3: President

1. The President shall be the Chairman of the Executive Council of the Association. The President shall preside over all meetings of the Executive Council, Annual General Meetings, all meetings, events, and conferences of the Association.
2. The President shall have the general powers and duties to supervise and manage the affairs of the Association and shall have the power to appoint special committees. The President shall report to the Board of Trustees

Section 4: Deputy President

1. The Deputy President shall assist the President in the exercise of all duties of that Office and shall serve as Acting President in the absence of the President.
2. Shall be responsible for monitoring and reporting on the delivery of the association's specific activities and programs.

Section 5: Vice Presidents - Regional Chairmen (West/East/North)

1. The Vice Presidents shall coordinate the affairs of the regional executive on behalf of the Executive Council
2. Represent the Association and the President at such functions in their respective regions the President is not able to attend
3. Will be eligible to be elected the Deputy President at the subsequent election

Section 6: Directors

Membership and Professional Development

1. The Director of Education shall be responsible for the development, implementation and monitoring all educational, professional development, research-based and knowledge-based activities of the Association
2. He shall work with a committee which shall be responsible for all member related training and professional development
3. The Committee shall recommend to the Executive council organisations and professional bodies the Association should affiliate with inline with its mandate on education and professional development
4. The Committee will also be responsible for reviewing applications for accreditation of facility management training and development institutions, centres and programs
5. The Director of Membership & Marketing shall be responsible for the development, implementation, and monitoring of strategies to acquire members
6. The Committee will also be responsible for reviewing membership criteria and recommend appropriately to the executive Council.

Finance and Administration

1. The Director of Finance and Administration shall be responsible for the development, implementation and monitoring all financial, fundraising, investment, asset-related activities of the Association
2. He shall work with the finance committee to achieve the above
3. Represent the Council in the supervision of the routine decision-making process of the COO and the Secretariat
4. Be a signatory to the bank accounts of the Association and act as Treasurer and Asset Manager of the Association

Marketing Communication and Public Relations

1. The Director of Marketing Communication and Public Relations shall be responsible for the development, implementation and monitoring all strategies to communicate, liaise, relate, and publicise the activities of the Association to the public and governments at all levels.
2. He will be responsible for representing the Association to the International Community of Facility Management Associations
3. He shall work with the Education and Professional Development Director for the development, implementation, and monitoring of strategies to acquire members.
4. He will create awareness about the Association, organise conferences, identify marketing opportunities and recommend appropriately to the Executive Council for approval
5. He will work with a standing committee to achieve the above mandates

Section 7: Registrar/ Chief Operating Officer COO

1. The Registrar/COO shall oversee the day-to-day management of the Association under the guidance of the President & Executive Council
2. He shall give notice and attend all meetings of the Board of Trustees and the Executive Council
3. He shall preserve in the books of the organisation accurate and complete minutes of the proceedings of all such meetings.
4. He shall be the custodian of all official records of the Association.
5. He shall maintain a current roster of all members of the Association.
6. He shall be responsible for the collection of fees, keep the books of the organisation, and disburse funds at the direction of the Executive Council.

Section 8: Signatories to Bank Account

Signatories of the Association's Accounts shall be:

- a. The President,
- b. Deputy President,
- c. Registrar/COO
- d. Director of Finance and Administration

Section 9: Performance Bond

The Board of trustees may require the Registrar of the Association to execute a bond in such sum with such surety or sureties as the Board of Trustees may direct, conditioned upon the

faithful performance of his or her duties to the Association, including responsibility for negligence and for the accounting of all property, funds or sureties of the Association which may come into his or her hand.

ARTICLE 6 OFFICE OF THE ASSOCIATION

SECTION 1: National Secretariat

The Association shall have a National Secretariat which shall be the primary place of business and administrative headquarters of the Association, which for the time being is in Lagos, Nigeria.

SECTION 2: Registrar

The Secretariat shall be headed by the Registrar/CEO who is a full-time employee of the Association. He shall be the Chief Operations Officer and shall be responsible to the Executive Council through the President of the Association.

SECTION 3: Emergency Accommodation

The National Executive Council subject to the approval of the Board of Trustees of the Association shall have the power to transfer the Secretariat to any place that the Council may deem fit during a period of emergency, war, or other hostile circumstances or for reasons of administrative convenience.

Article 7: National Executive Council and Regional Management Committees

Section 1: Composition of the National Executive Council

The National Executive Council shall consist of the President; the Deputy President; Three Regional Vice Presidents who shall double as Chairmen of Regional Management Committees; The Directors of Finance and Administration; Membership & Professional Development, Marketing Communication and Public Relations, The Registrar/COO, and the Immediate Past President who will serve in an Ex Officio capacity.

The Council may appoint any other such officer(s) for the National Executive Council as approved by the Board of Trustees to make up a maximum of twelve (12) members as follows:

1. President
2. Deputy President
3. Vice President – Western Region
4. Vice President – Northern Region
5. Vice President – Eastern Region
6. Director – Membership and Professional Development
7. Director – Finance and Administration
8. Director – Marketing Communications and Public Relations
9. Registrar/COO
10. Ex Officio – 1
11. Ex Officio – 2
12. Ex Officio – 3

Section 2: Duties of the National Executive Council

Subject to the overriding authority of the Board of Trustees, the National Executive Council shall function as the management body of the Association and shall exercise all such authority and powers, over the management of the affairs of the Association as are not by this Constitution reserved for the Board of Trustees.

The National Executive Council shall have power and responsibility for the administration, management, and superintendence of the affairs of the Association in Nigeria and shall meet regularly as provided for in this Constitution.

Section 3: Regional Management Committees

The National Executive Council shall have the power to approve the establishment of/ disband an established Regional Management Committees for the three (3) Regions of the Federal Republic of Nigeria and/or in the Federal Capital Territory.

The National Executive Council shall determine the membership, functions, and responsibilities of the Regions of the National Association.

Each Region shall have a Regional Management Committee led by a Chairman who is also a National Vice President which Committee shall be responsible to the National Executive Council of the Association in the Management of the Region.

Section 4: Composition of the Regional Management Committees

The Composition of a Regional Management Committee shall not exceed seven (7) members, namely:

1. National Vice President/ Regional Chairman
2. Regional Vice Chairman
3. Secretary of Membership and Professional Development
4. Secretary of Finance and Administration
5. Secretary of Marketing Communications and Public Relations
6. Ex Officio 1
7. Ex Officio 2

Section 5: Duties of the Regional Management Committee

The Regional Management Committee shall exercise the power of that Region. It shall have the power to establish sub-committees, open bank account and any other functions of the Region except any exempted function as determined by the National Executive Council.

The signatories to the bank account of all Regions shall be the Chairman, the Vice Chairman, Secretary of Finance and Administration, provided that all of them or any two of them including the Secretary of Finance shall have the power to sign cheques or other instruments of the bank.

Section 6: Meetings

Meeting of the Executive Council/Regional Management Committee may be held upon the call of the President/ Regional Chairman, and the Committee shall meet at least six (6) times during a single year.

Section 7: Quorum

A simple majority of the Council or Committee shall constitute a quorum.

Article 8: Meeting of Members

Section 1: Annual General Meeting

The Association shall be required to hold at least one (1) Annual General Meeting and such meeting shall be held at such place and on such dates as may be determined by the Executive Council.

The Annual General Meeting may rotate among the Regions of the Association as may be approved by the Executive Council.

Section 2: Extra-Ordinary General Meetings

Extraordinary General Meetings of the Association may be called by the Executive Council or Board of Trustees at any time or shall be called by President upon receipt of a written request by no less than two thirds (2/3) majority of the board members within thirty (30) days after the filing of such request with the President. The business to be transacted at Extra-Ordinary General Meetings shall be stated in the notice thereof, and no other business may be considered at that meeting.

Section 3: Notice of Meetings

Written notice of any meeting of the Association shall be emailed to the last known email address of each member no less than thirty (30) days before the date of the meeting. Such notice may be included as part of a newsletter, magazine, or other Association publications.

Section 4: Voting

At all business meetings of the Association, each qualified member shall have one (1) vote and may take part in the vote in person. The election of officers of the Association shall be by electronic ballot links emailed to each member qualified to vote.

Section 5: Quorum of members

At an annual or extraordinary meeting of members, a quorum shall consist of those members registered for said meeting, provided that no less than ten per cent (10%) of the qualified voting membership is present.

Section 6: Postponement of Meeting

The Executive Council/Regional Management Committee may postpone an annual or extraordinary meeting for any reason whatsoever provided at least one week's notice of such postponement is given to all members entitled to receive notices of meetings.

Section 7: Order of Business

The order of business for meetings of the members of the Association shall be determined by the Executive Council. The order of business may be altered at any meeting by request of a majority of members present.

Section 8: Attendance at Meetings

All cadres of members shall be included in all general meetings.

Article 9: Common Seal

The Board of Trustees shall provide for the safe custody of the common seal of the registered Trustees, which shall be used on the authority of the Board and every instrument to which the seal is affixed shall be signed by a member of the Board and shall be counter-signed by the Registrar/CEO or by a second member of the Board or some other person appointed by the Board for that purpose.

Article 10: Audit of Financial Statements

The Association shall comply with the provisions of the Companies and Allied Matters Decree 1990 as to the appointment, power rights, remuneration and duties of Auditors.

Article 11: Books of Account

The books of accounts of the Association and the Regions shall be kept as provided below:

1. The Executive Council/Management Committee shall cause proper books of account to be kept concerning:
 - (a) All sums of money received and expended by the Association and the matters in respect of which the receipt and expenditure take place.
 - (b) All sales and purchases of goods by the Association
 - (c) The assets and liabilities of the Association
2. Proper books shall not be deemed to be kept if there are not such books of account as are necessary to give an accurate and fair view of the state of the Association's affairs and to explain its transactions.

Article 12: Nomination and Election of officers

The Nomination and Election of Officers shall be following rules stated below and shall apply to the Executive Council and Regional Positions of the Association.

Section 1: Tenure Commencement

Each elected member of the Executive Council or Regional Committee shall take Office on 1st January of each year.

Section 2: Terms of Office

The President or Deputy President shall not hold the same Office for more than one (1) term of two (2) years. Also, the Chairman or Vice-Chairman shall not hold the same Office for more than one (1) term of two (2) years.

Section 3: Electoral Committee

The Electoral Committee shall be chaired by the Immediate Past President or any other member of the Board of Trustees as approved by the Chairman of the Board of Trustees.

Section 4: Nominations for Positions

All members with eligibility to vote can send in nominations electronically for each available position within the period stipulated for such nominations by the Electoral Committee. The Electoral Committee shall tally the nominations and shortlist the top three (3) to be presented to the voting members in election ballots.

Section 5: Conduct of Elections

Elections shall be made by electronic ballots showing the nominated candidates for each available position emailed to the qualified voting members at least two weeks before the ballot count date as set by the Board of Trustees.

Section 6: Certification and Announcement of Results

The ballots shall be tallied and certified by not less than three (3) Electoral Committee Members appointed by the Board, and the results shall be reported to the members by the immediate Past President. In the case of the Region, the Immediate Past Chairman.

Article 13: Special Clause

THE INCOME AND PROPERTY of the Association, whenever derived, shall be applied solely towards the promotion of the objects of the Association as set forth in this CONSTITUTION; and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit, to members of the Association, provided that nothing herein shall prevent the payment in good faith, or reasonable and proper remuneration to any officer or servant of the Association in return for any service actually rendered to the Association but so that no member of the Board of Trustees and the Executive Committee shall be appointed to any salaried office of the Association or any office of the Association paid by fees and no remuneration or other benefit in money shall be given by the Trustees to any member of the executive Committee except repayment of out of pocket expenses or reasonable and proper rent for premises demised, or let to the Association provided that the provision last aforesaid shall not apply to payment of any company to a member of the Association may be a company in which such member shall not hold more than one-hundredth part of the capital, and such member shall not be bound to account for any share of profits he may receive in respect of any such payment.

Article 14: Amendment

NO ADDITION or alteration or amendment shall be made to or in this CONSTITUTION for the time being in force unless the same has been previously submitted to and approved by the Board of Trustees and ratified by a simple majority of the members in a properly constituted general meeting.

Suppose in the event of a winding up or dissolution of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever. In that case, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institution or institutions, having objects similar to the objects of the Association and the institution or institutions are prohibited from distributing its or their income and property amongst its or their members to an extent at least as great as is imposed in the Association under or under the special clause hereof. Such institution or institutions to be determined by the member of the Association effect cannot be given to the provision described above than to some charitable object.

Article 15: Winding Up

If it is desired to wind up that the activities of the Association, a General Meeting shall be convened to appoint an independent liquidator who shall settle the liabilities of the Association, if any, and vest its assets on any Association(s) whose objectives are similar to the objectives of the Association and take all other statutory steps necessary to wind up the Association.