

Democratic Republic of the Congo

NON-GOVERNMENTAL ORGANIZATION OF DEVELOPMENT

*# Filles d'Afrique (FA) #
Daughters of Africa*

INTRODUCTION

As members of the families of several persons who were victims of the war plaguing the Democratic Republic of Congo, which has had such devastating effects on the entire Congolese population as a whole, and on women in particular,

We have decided to form a Non-Governmental Organization with the name “**FILLES D’AFRIQUE**” (acronym: FA), governed by the following Articles and the laws in effect in the country.

TITLE I. FORMATION, NAME, DURATION, SOCIAL PURPOSE, RANGE OF ACTIONS & FIELDS OF INTERVENTION

FORMATION & NAME

Article 1: On August 28, 2013, a Non-Governmental Organization named “**FILLES D’AFRIQUE**” was created in Kinshasa, Capital of the Democratic Republic of Congo.

HEADQUARTERS

Article 2: The Headquarters of “**FILLES D’AFRIQUE**” was established at 23, avenue Kwango, Municipality of Kimbanseke, Kinshasa (DRC).
It can be transferred to any other location upon decision of the General Meeting.

DURATION

Article 3: FA is created for an undetermined period of time, starting on the date of signature of its Articles.

PURPOSE & OBJECTIVES

Article 4: FA has as its purpose to contribute to the entire development of mankind

It pursues the following **OBJECTIVES**:

- Promote the education of the African girl
- Promote the emancipation of African women who were raped from east to west of the Democratic Republic of Congo in particular, and in Africa in general (Mali, Central African Republic, Ivory Coast)
- Distribute food in coordination with international NGOs
- Promote agriculture and the breeding of small and large livestock for the food supply self-sufficiency of affected families
- Conduct advocacy on the national and international level on opportunities available for abused African women
- Support all action of development in women’s socioeconomic sphere toward sustainable development in Africa
- Support entrepreneurship initiatives favoring employment of disadvantaged women
- Establish business affiliations abroad to create opportunities for women in Africa
- Offer business consultation to teach African women to be autonomous and independent
- Develop business partnerships, that lead investors to the DRC and Africa

RANGE OF ACTIONS & FIELDS OF INTERVENTION

RANGE OF ACTIONS

Article 5: FILLES D'AFRIQUE operates over the entire African continent in general, and in the Democratic Republic of Congo in particular, in the areas the most affected by war and social unrest.

Article 6: FA intervenes in the following fields:

- **Health**
- **Economy & Commerce**
- **Education, including the construction of trade schools and other schools**
- **Food**
- **Agriculture**
- **Environmental Development**
- **The organization will expand its actions in the field as it absorbs the everyday realities of the beneficiaries, and/or when precarious conditions on site are identified. FA launches an urgent shout of alarm to donors and sponsors, in order to save human lives.**

MEANS OF ACTION

Article 7: The objectives set by FA will be reached by the following means:

- Create free schools for girls who are out of the school system
- Create literacy centers for adult women
- Acquire land for breeding and agriculture
- Organize meetings, seminars, conferences, symposia, open houses for African women to share opportunities and experiences
- Provide psychological care for abused women
- Ensure continuity of training and coaching by creating new work collectives for abused women
- Create activities that lead to the employment of young women managers in various fields
- Conduct studies and research on potential investment opportunities for women in the DRC and in Africa
- Promote job creation initiatives for women in the DRC and in Africa

TITLE II. CATEGORIES OF MEMBERS

Article 8: FA has 3 categories of members:

- Founding member
- Active member
- Supporting member

Article 9: A founding member is any natural person having brought a substantial financial and/or material contribution to the creation of FA and signed the Articles. These are active members by law.

Article 10: An active member is any natural person who freely adheres to the present Articles and regularly fulfills FA obligations. Membership requirements are determined by Internal Regulations.

Article 11: A supporting member is any natural or legal person who, by their scientific or intellectual, material or financial contribution, contributes to the achievement of the objectives and the smooth operation of the Association.

TITLE III. ACQUISITION & LOSS OF MEMBERSHIP

MEMBERSHIP

Article 12: Any person interested in FA and who freely subscribes to its objectives and is of good moral character can be a member. Membership requirements are determined by Internal Regulations.

LOSS OF MEMBERSHIP

Article 13: Membership can be lost through:

- Resignation
- Exclusion
- Death

RESIGNATION

Article 14: Any person may at any time, freely leave the Association. He will submit his resignation in writing to the FA Coordinator. The procedure is determined by Internal Regulations.

EXCLUSION

Article 15: Any member may be excluded for a serious breach of FA objectives and ethics. On the initiative of the Board of Directors, exclusion of a member will be decided by the General Meeting and only by an absolute majority of its members, present and voting.

However, in an urgent case in which the existence or smooth operation of the Association itself is being undermined, the Board of Directors may suspend a member. The decision to suspend a member must be consensual.

The decision to exclude must be preceded by prior disciplinary sanctions. The conditions for exclusion are determined by Internal Regulations.

Article 16: Membership is terminated upon death.

Article 17: The loss of membership doesn't lead to any reimbursement in kind or cash of anything or anyone.

Upon termination of membership, any property or funds transferred to the Association temporarily is repayable or returnable. However the property or credit must have been clearly declared in writing. The procedure is determined by Internal Regulations.

TITLE IV. ORGANS & ATTRIBUTIONS

Article 18: FA includes the 4 following bodies:

- General Meeting
- Board of Directors
- Management Committee
- Internal Audit

GENERAL MEETING

Article 19: The General Meeting is the supreme body of organization and decisions. It is sovereign over all matters related to the purposes of FA. Its decisions are reached by absolute majority.

Article 20: The General Meeting is composed of all the active members and the College of Founders.
Supporting members attend the General Meeting in an advisory capacity, without voting rights. Only active members have the right to vote.

Article 21: The General Meeting decides on matters related to:

- Amending Articles
- Setting objectives
- All matters related to the organization/operation of FA
- Adopting projects and programs of FA
- Deciding by vote plans and recommendations
- Appointing members to the Board of Directors, the Management Committee, and the Audit Commission, and, if necessary, relieving some of their duties.
- Voting on annual and multiannual budgets
- Approving FA annual reports
- Approving FA financial reports
- Providing guidance and recommendations for the life of FA
- Overseeing each designated objective

Article 22: The General Meeting meets twice a year in ordinary session in the middle of the last month of each semester. If necessary, upon the initiative of the Board of Directors or of 2/3 of the members, expressed by petition, the special session may be called as often as necessary.
The Meeting decides by vote, either secret or by show of hand, seated or standing.

Article 23: Sessions of the General Meeting are presided over by the Coordinator, or by his substitute in case of his absence or incapacity.

Article 24: The General Meeting is validly in session when a quorum of 2/3 is reached. Otherwise, the session will be postponed to a later date within 15 days. The procedure is determined by Internal Regulations.

BOARD OF DIRECTORS

Article 25: The Board of Directors is the organ of design, definition, support, control and safeguard of FA, and as such it:

- Provides and oversees general policy enacted by the General Meeting
- Helps with access to markets
- Outlines management guidelines
- Provides controls through audits

Article 26: The Board of Directors consists of the following officers:

- President
- Recording Secretary
- Two advisory managers
- Secretary General

All officers are elected by the General Meeting

Article 27: The Board of Directors meets twice a month and can be convened in a special session by the President or upon request of 2/3 of its members.
The Board of Directors deliberates by simple majority through vote.

Article 28: The President of FA is automatically the President of the Board of Directors. In this capacity, he:

- Leads and presides over the sessions of the General Meeting and of the Board of Directors
- Represents FA
- Is the sole representative of FA vis-à-vis the Government and third parties
- Contacts partners and sponsors to solicit funding of FA
- Is the person empowered to represent FA in court, as plaintiff or defender

Article 29: The Secretary General is the assistant to the President. He prepares and maintains the documents related to the organization and operation of FA. He

prepares the minutes of the General Meeting sessions and is in charge of correspondence for the NGO.

MANAGEMENT COMMITTEE

Article 30: The Management Committee is the body of execution and coordination of the activities of FA, and as such it:

- Manages the daily activities of the NGO
- Reports to the General Meeting through the College of Founders
- Implements the decisions of the General Meeting
- Prepares the sessions of the General Meeting and oversees material management of ordinary and specific works
- Keeps the records and all administrative documents of the Association, as well as the files of permanent and special committees established by the Association.
- Uses efficient and high-quality administration for this purpose.

Article 31: The Management Committee consists of the following officers:

- Secretary General
- Director of Administration & Finance
- Director of Programs and Studies of Feasibility
- Director of Public Relations (legal counsel)
- Director of Resources & Supplies
- Logistician

Article 32: The Secretary General is responsible for internal affairs in the organization and coordinates relations between the lower bodies. The Secretary General is accountable for his actions before the Board of Directors and informs the President of the daily management of his activities.

Article 33: The Director of Finance mobilizes and manages the resources of FA. As such, he regularly presents financial statements to the Board of Directors. He is assisted by a Treasurer. This latter is responsible for day-to-day accounting. He replaces the Director of Finance in case of absence or incapacity.

Article 34: The Director of Programs is responsible for planning as well as FA projects.

Article 35: The Director of Public Relations is the manager of FA. He is responsible for contact with other entities and for promoting the positive image of the NGO to third parties, in accordance with its objectives.

Article 36: The Director of Resources & Supplies is responsible for the assets and liabilities of the NGO.

INTERNAL AUDIT

Article 37: The Audit Committee is the internal regulatory body of FA. It exerts internal control, reports to the Board of Directors, and regularly informs the

Management Committee.

The Audit Committee consists of the three following members:

- Lead Auditor
- Assistant Auditor
- Recording Secretary

The decisions of the Internal Audit are joint decisions.

Article 38: FA operates with representation offices both within and outside the country.
The methods of operation of the representation offices are determined by the procedures document.

TERM OF OFFICE

Article 39: The term of FA members of all levels is 5 years, renewable.

TITLE IV. RESOURCES, FINANCIAL SYSTEM & ASSETS

RESOURCES

Article 40: The resources allowing FA to achieve its objectives come from:

- Membership fees
- Donations & Bequests
- Government Subsidies
- Revenue generating activities produced by FA through its activities

FINANCIAL SYSTEM

Article 41: All FA financial resources are housed in a bank account open in one of the credible banking institutions of the Democratic Republic of Congo, the United States and any other country where FA operates.

Article 42: All banking transactions are performed concomitantly by the President and the Director of Finance. Similarly, the President signs all the documents and the Director of Finance countersigns.

ASSETS

Article 43: FA assets include real and personal property as well as bank holdings.

TITLE V. DISCIPLINARY SYSTEM

Article 44: Resources and assets are intended for the exclusive use of FA.

Article 45: All conflicts arising from present Articles will be settled amicably with the assistance of the College of Founders. In the absence of conciliation, the parties are able to bring the matter to the competent judicial jurisdictions, courts and

tribunals.

TITLE VI. FINAL PROVISIONS

- Article 46:** Modification of present Articles can only be decided by the absolute majority of active members gathered in General Meeting, upon the initiative of the Board of Directors, or 2/3 of the active members expressed in a duly signed petition.
- Article 47:** In case of dissolution of FA, upon proposal of the College of Founders, the General Meeting decides on one or more liquidators. After settlement of the liabilities, allocation of the balance is decided by the College of Founders.
- Article 48:** All other provisions not provided for in the Articles, are settled by Internal Regulations and the procedures document. Matters not defined in present Articles will be determined according to judicial legislation in effect or simply by jurisprudence.
- Article 49:** Present Articles come into effect on the date of its signature.

ISSUED IN KINSHASA, ON 08/28/2013

FOUNDING MEMBERS

N°	LAST NAMES, GIVEN NAMES & FIRST NAMES	RESIDENTIAL ADDRESS	SIGNATURE
01	MATTHIEU LUKUSA KABEYA		
02	SAX TSHIBAND MUSHID		
03	SHARON KABAMBA LUKUSA		
04	GARRY TSHIPAMBA KABASUBABO		
05			
06			
07			
08			