

Feline Friends Abu Dhabi Constitution

Constitution

Adopted on the 5th day of March 2008

A. Name

The name of the organization is **Feline Friends Abu Dhabi** (known throughout this document as “the Organization”).

B. Administration

Subject to the matters set out below, the Organization and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee, set up by clause F of the constitution.

C. Mission and Objectives

1. The mission of the Organization is; “To humanely improve the quality of life for homeless and unwanted felines in Abu Dhabi and the United Arab Emirates”.
2. The objectives of the organization are:
 - a. To provide reasonable, basic medical care and relief from suffering to sick and injured stray cats and kittens;
 - b. To rescue and assess the suitability to home stay and abandoned cats and kittens and if appropriate foster them until good, permanent homes can be found;
 - c. To promote the control of the cat population of the United Arab Emirates by a programme of trap, neuter and release and by using humane means of euthanasia where necessary; and
 - d. To provide education, guidance and support to the public and to encourage responsible cat care and ownership.

D. Powers

To reach the objectives the Executive Committee may exercise the following powers:

- a. Power to raise funds and to invite and receive contributions, provided that no part of any profits or remainder of residue from donations to the group shall benefit any members or individuals;
- b. Power to buy, lease or exchange any property necessary for the achievement of the objectives, and to maintain and equip it for use;
- c. Power to employ such staff (who shall not be members of the Executive Committee) as are necessary for the proper pursuit of the objectives;
- d. Power to co-operate with other organizations, voluntary bodies and statutory authorities operating in furtherance of the objectives or of similar charitable purposes, and to exchange information and advice with them;
- e. Power to appoint and constitute such advisory committees as the Executive Committee may think fit; and
- f. Power to do all such other lawful things as is necessary for the achievement of the objectives.

E. Membership

1. Membership of Feline Friends shall be open to any person over the age of 18 years who agrees with and is interested in furthering the above stated objectives of the Organization and who has paid the annual subscription fee as decided by the Executive Committee from time to time.
2. Membership types will be as follows:
 - a. Executive Committee Membership – See clause F;
 - b. Active Membership – Members of the Organization who have held an active volunteer position for a minimum period of twelve months or less if deemed necessary by the executive and have voting rights herein and may be nominated for any elected office of the Organization;
 - c. Non-active Membership – All other paid-up members and who shall have no voting rights herein, and may not hold any elected office of the Organization; and
 - d. Junior Membership - Individuals wishing to become a member who are under the age of 18 and who shall have no voting rights herein, and may not hold any elected office of the Organization.
3. The Executive Committee may by unanimous vote and for good reason terminate the membership of any individual; Provided that the individual concerned shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made.
4. Each year, no later than December 1, the Treasurer shall send notice to all members in good standing of membership dues which are owed to the Organization. These dues will cover the twelve (12) month period of January 1 to December 31 of the following year and will be due no later than January 31 of the year covered.
5. New members added in a month other than January shall pay dues, if applicable, based on the month in which they submit their membership request. Dues will be assessed at 1/12th the annual rate times the number of months remaining in the year and shall be submitted with their membership request.
6. Members who have not paid their dues by January 31 shall be considered delinquent and if holding voting rights be considered ineligible to vote on any matters put before the Organization.
7. Any individual removed from the membership role for failure to pay dues who reapplies for membership must remit the full amount of the delinquent dues along with the current amount due, if applicable.
8. Additional classes of membership and related dues may be added at the discretion of the Executive Committee.

F. Executive Committee

1. The Executive Committee shall consist of 5 to 11 members; Coordinator, Assistant Coordinator/Secretary, Treasurer, Trapping Coordinator, Homing and Fostering

Coordinator, Veterinary Advisor, Veterinary Liaison, Fundraising Coordinator and other positions as deemed necessary by the executive Committee.

2. The following 5 nominated members have been appointed and will hold office until 1 January 2010; Colin Signorino, Anita Signorino, Pam Greer, Katrin Jahn and Hanna Abdul Ghaffar. In the interim, further Executive Committee members (up to a maximum of 11) may be appointed by, and at the discretion of the Executive Committee.
3. The first full election process will take place in January 2010 (clause H).
4. The Executive Committee will be nominated and elected by the active membership of the Organization, at the annual general meeting (clause H).
5. All the members of the Executive Committee shall hold office for 2 years, after which they may be re-elected or re-appointed.
6. No junior member shall be appointed as a member of the Executive Committee.
7. No person shall be entitled to act as a member of the Executive Committee until signing in the minutes of the Executive Committee a declaration of acceptance and of willingness to act in the best interest of and in accordance with the objectives of the Organization.
8. No member of the Executive Committee shall acquire any property belonging to the Organization or receive remuneration in any contract entered into by the Executive Committee. But if any member of the Executive Committee is a professional (e.g. solicitor, accountant, veterinarian and veterinary nurse), he or she may charge and be paid all the usual professional charges for business done by him or her on behalf of the organization.
9. A member of the Executive Committee shall cease to hold office if he or she:
 - a. Ceases to act in accordance with the objectives of the Organization (clause C);
 - b. Becomes incapable by reason of mental disorder, illness or injury of managing his or her own affairs;
 - c. Is absent without the permission of the Executive Committee from all meetings held within a period of six months and the Executive Committee resolve that his or her office be vacated; or
 - d. Notifies to the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the notice of resignation is to take effect).

G. Executive Committee Meetings

1. The Executive Committee shall hold at least two ordinary meetings each year. A special meeting may be called at any time by the coordinator or by any two members of the Executive Committee as long as no less than 4 days notice is given to the other members of the Executive Committee.

2. The coordinator shall act as chairman at meetings of the Executive Committee. If the chairman is absent from any meeting, the members of the Executive Committee present shall choose one of their number to be chairman of the meeting before any other business is transacted.
3. A minimum of one third of the number of members of the Executive Committee, or three members of the Executive Committee, whichever is the greater, must be present at any Executive Committee meeting.
4. Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question. In the case of equality of votes the chairman of the meeting shall have a second or casting vote.
5. The Executive Committee shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the Executive Committee.
6. The Executive Committee may make and alter rules for the conduct of their business, the conduct of their meetings and the custody of documents as is required. No rule may be made which is inconsistent with this constitution.

H. Annual General Meetings

1. There shall be an annual general meeting of the Organization, which shall be held in the month of January in each year, or as soon after as practicable.
2. Every annual general meeting shall be called by the Executive Committee. The secretary shall give at least 21 days notice of the annual general meeting to all the members of the Organization. All the members of the Organization shall be entitled to attend and all Active Members to vote at the meeting.
3. Before any other business is transacted at the first annual general meeting (January 2010) the Active Members present shall appoint a chairman of the meeting. The chairman shall be the chairman of subsequent annual general meetings, but if he or she is not present, before any other business is transacted, the Active Members present shall appoint a chairman of the meeting.
4. The Executive Committee shall present to each annual general meeting the report and accounts of the Organization for the preceding year.
5. Nominations for election to the Executive Committee must be made by Active Members of the Organization in writing and must be in the hands of the secretary of the Executive Committee at least 14 days before the annual general meeting. Should nominations exceed vacancies, election shall be by ballot.
6. The secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every meeting of the Organization.

7. A minimum of one tenth of the number of Active Members of the Organization or ten Active Members of the Organization, whichever is the greater, must be present at any general meeting.

I. Special meetings

The Executive Committee may call a special general meeting of the Organization at any time. If at least ten Active Members request such a meeting in writing stating the business to be considered the secretary shall call such a meeting. At least 21 days notice must be given. The notice must state the business to be discussed.

J. Finance

1. The funds of the Organization, including all donations, contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of three Executive Committee Members at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two of said account holders.
2. The funds belonging to the Organization shall be applied only in furthering the objectives of the Organization.

K. Accounts

The Executive Committee shall comply with the following:

- a. Keep accounting records for the Organization;
- b. Prepare annual statements of accounts for the Organization;
- c. Audit or independent examination of the statements of accounts of the Organization;
- and
- d. Prepare an annual report.

L. Alterations to the Constitution.

1. The Constitution may be altered by a resolution passed by at least two thirds of the Active Members present and voting at a general meeting. The notice of the general meeting must include details of the resolution, setting out the terms of the alteration.
2. No amendment may be made which would have the effect of making the Organization cease to be working as a charitable Organization or cease to work in accordance with the objectives of the Organization.

M. Dissolution.

If the Executive Committee decides that it is necessary or advisable to dissolve the Organization it shall call a meeting of all Active Members of the Organization, of which at least 21 days notice must be given, stating the terms of the resolution to be proposed. If the proposal is confirmed by a two-thirds majority of those present and voting, the Executive Committee shall have power to attain any assets held by or on behalf of the Organization.

Any assets remaining after the paying of debts and liabilities shall be given or transferred to another charitable institution, having objectives similar to the objectives of this Organization, as the members of the Organization may determine, or failing that shall be applied for some other charitable purpose.