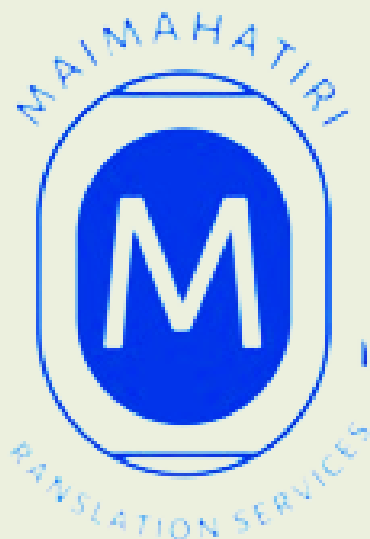


[Maimahatiri]



Translation and Cases working Plan

Prepared by [Ali Osman A.]
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January, 2022

Executive Summary

Objectives:

1. Work for clients who come to us from our services
2. Share messages from our customers with the people concerned
3. Liaison of urban Nairobi refugees with government agencies and international organizations

Sole service point:

We work in the fields of translation, casework and consultancy for the benefit of our clients and beneficiaries living as urban refugees in Nairobi.

About us:

We work with government agencies, international organizations, as well as individuals who need our services, e.g. B. Interpretation, translation of documents and screenplays;

We also handle cases such as protection, counseling and resettlement for urban refugees living in Nairobi. For those who are not citizens of this country, we also get contracts as consultants to work with government agencies or international organizations.

Our services:

The services we provide connect clients and the entities their complaints go to, and we also facilitate the connection of organizations seeking people in need of humanitarian assistance, such as B. Protection and counseling cases.

Target market:

We are directly linked to all urban refugees who have registered with UNHCR in Nairobi so that we can send their messages to the offices where they would like to be employed.

Contest:

We work hard to help urban refugees to get humanitarian aid or we also work for them for free to help urban refugees.

1. Workflow:

For translations, interpreting, casework for protection and advice and consultants for mandates for local and international organisations

2. Streaming:

Forward the message to the concerned person so that the urban refugees can receive clear services from the Maimahatiri team, who always wants the urban refugees to receive humanitarian services from an international organization

And local NGOs

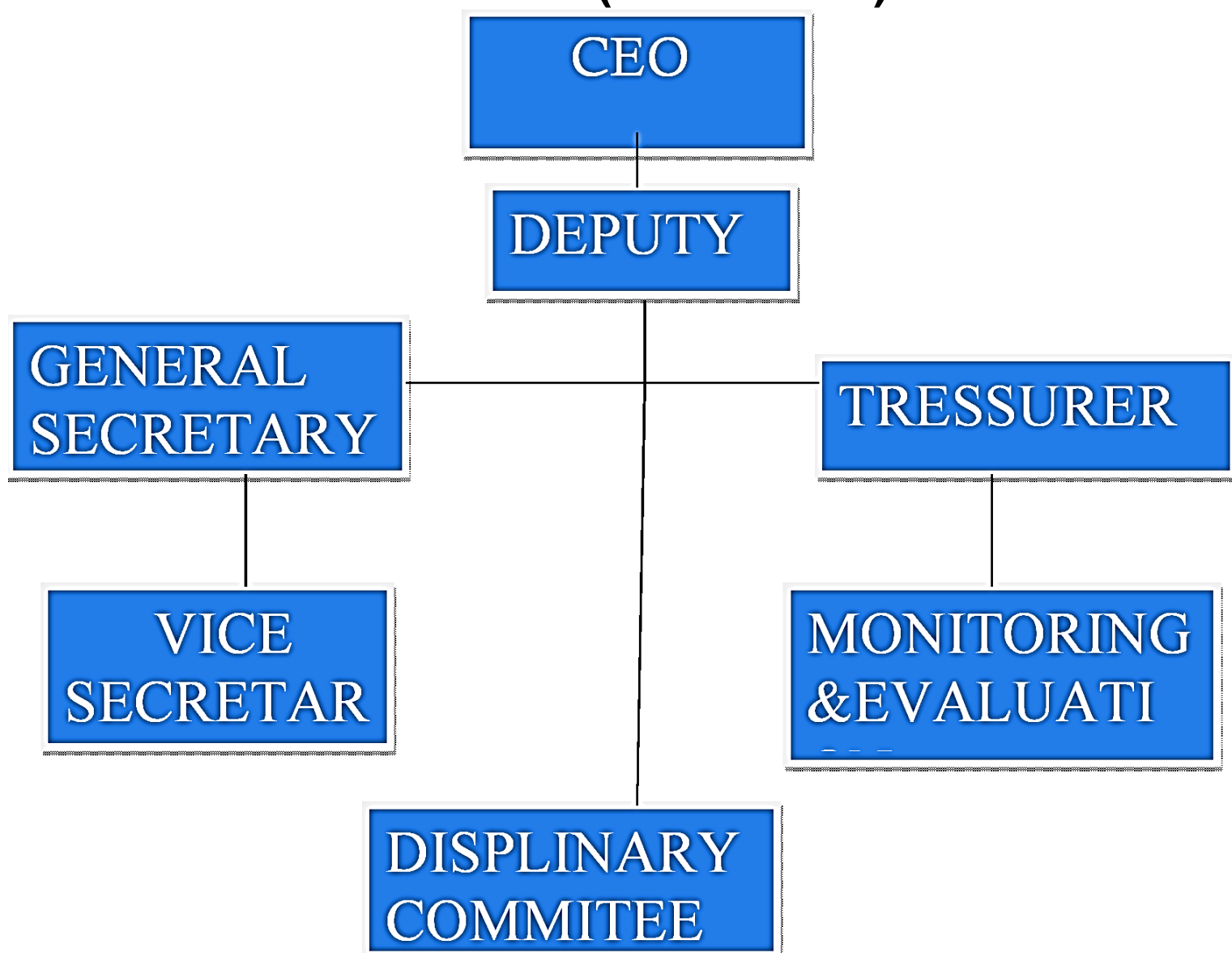


SWOT Analysis

Metrics	Points 1	Point 2
Strengths	We work with integrity to protect personal information and rights	Satisfactory work and prompt service
Weakness	The maimahatiri does not pass on his data to us.	Our clients disagrees with our policy.
Opportunities	To transmit messages to relevant parties.	To put applicants in contact with governments and international organizations
Threats	To avoid what might disappoint our customers.	We are not share personal data with everyone

Appendix

CONSTITUTION
MAI AND MAHATIRI SOMALI
LANGUAGES ENTEGRATED TRANSLATION SYSTEMS LIMITED;
(MMSLETSL)



**MAI AND MAHATIRI SOMALI LANGUAGES ENTEGRATED TRANSLATION SYSTEMS LIMITED ;
(MMSLETSL)**

PREAMBLE

We the subscribers of the MAI AND MAHATIRI PROFESSIONAL TRANSLATORS, also known as the members of (MMSLETSL) here in after referred to as the Organization in this constitution Considering that MMSLETSL is established to:

Promote Peaceful coexistence and enhance diverse cultural as well as social adjustments development issues by actively engaging all relevant authorities, ministries and departments such as culture, heritage, media, etc. in conducting several training programs which are geared towards empowering the youth in all activities of that will change their lifestyles through drama, debate, music, Sports, Comedy, and Stage shows, to both urban refugees and youth of the host country.

MMSLETSL is seeking registration with the Kenyan Government authorities hereby declare that:-

MMSLETSL shall be established as a Community-Based Organization with full legal status as an autonomous non-partisan organization.

The principal office of the organization shall be located in East Leigh-Nairobi County. The organization may also have offices at such other places within or without East Leigh, as the Board may from time to time determine or the activities of the organization may require.

In the event of MMSLETSL being dissolved, its assets shall be effected by such institution with a similar mandate as May or be agreed upon by the governing body of the (MMSLETSL).

This declaration shall constitute as constitution of (MMSLETSL) and make it a body cooperates with perpetual succession and a common seal.

The organization shall have under the laws of Kenya, the power to contract, and defend legal proceedings in its name.

Now therefore, the members declare as follows:-

ARTICLE 1: NAME

The name of the organization is MAI AND MAHATIRI PROFESSIONAL TRANSLATORS) (hereinafter referred to as the "Organization".

ARTICLE 2: AIMS AND OBJECTIVES

The aims and objectives of QPT shall be to:

2.1 Aim

This organization shall be a Community-Based Organization of unlimited duration, free of political, economic, social, linguistic, religious ties and gender biases. The primary aim of Qalinmal Professional Translators shall be to engage the youth and other vulnerable groups in both social development activities at all spheres of life and humanity by empowering them through various training programs in order to actively participate in development activities.



**MAI AND MAHATIRI SOMALI LANGUAGES ENTEGRATED TRANSLATION SYSTEMS LIMITED ;
(MMSLETSL)**

(MMSLETS) creates a forum for the exchange of Knowledge, Skills and experience through dynamic programs of researchers, publications, seminars, academic events, media relations and debates.

2.2 Specific Objectives

Within the framework of the foregoing, the organization shall have the following objects:-

To be a non-profit making, non-commercial and non-political organization

To promote humanitarian relief and support,

To initiate and promote Entrepreneurship, Vocational and Skills training opportunities,

Conduct Community Awareness-Sensitization Campaigns towards HIV/AIDS Prevention

To build and maintain cooperation with partners for common grounds

To build and maintain a national cooperation with partners for common grounds.

To exercise publishing activities and collects information on cultural heritage.

To organize digital trainings, seminars and workshops on a number of concerned issues.

To support local, regional, national and international initiatives and activities.

To strengthened civil activities and civil societies

To increase and strengthen the contribution of policy – making in Communities where we operate.

To initiate institutional capacity building to effectively and efficiently co-ordinate (MMSLETSL) programmes and activities.

Individual networking and coordinating with other stake holders both locally and internationally.

- ✓ To increase knowledge and understanding of youth of community's needs and their development.
- ✓ To assist in making the vulnerable groups (youth and women) and community groups Self-Reliant.
- ✓ To create awareness among the youth and women through rehabilitation and training of various skills and talents for social entertainments.
- ✓ To Advocate against Harmful Cultural Practices e.g. Female Genital Mutilation and forced early marriages
- ✓ To equip the youth with knowledge and provision of instruments for training various activities and careers.
- ✓ To create various profit-making products for hiring by anybody to use during occasional functions or celebrations such as furniture, etc..
- ✓ To organize digital trainings, seminars and workshops on a number of concerned issues
- ✓ To support local, regional, national and international initiatives and activities
- ✓ Individual Networking, collaborations, partnerships and linkages with
- ✓ Well-established organizations internationally for the advancement of talents of youth.
- ✓ To fund these objectives by co-operating, liaising and mobilizing resources from all possible sources, including: international non-governmental organizations, the government, the business and corporate sectors and other donors.
- ✓ To do all such other lawful things as are considered incidental or conducive to the attainment of the above objects or any of them.

ARTICLE 3: MEMBERSHIP AND GOVERNANCE

3.1 MEMBERSHIP

The membership of (MMSLETSL) is open to all interested individual persons, group of persons or and organizations within the allowed geographical areas of operation; with needs consistent with aims and objectives of the organization. Persons willing to acquire membership shall forward their application to (MMSLETSL) offices, or make verbal application to the Executive Board of the organization, subject to nature and terms of their requested engagement.



**MAI AND MAHATIRI SOMALI LANGUAGES ENTEGRATED TRANSLATION SYSTEMS LIMITED ;
(MMSLETSL)**

Every member shall be subject to the provision of this constitution in relation to his/ her membership and shall be deemed to have knowledge thereof and to have consented thereto or prior to becoming a member.

A member desiring to exit his/her membership may at any time give notice in writing to MMSLETSL, and the said individual(s) shall have his/her membership revoked and shall thereupon cease to be a member of **(MMSLETSL)**.

Any member who has resigned his/her membership may reapply for re-registration, subject to provisions elsewhere in this constitution.

3.2 NUMBER OF BOARD MEMBERS

Until otherwise varied by a special resolution passed at a general meeting, the Board shall consist of the honorary posts of Chairman, Secretary and Treasurer; provided that the Chief Executive may serve as the Secretary, and even where the Chief Executive shall not be the Secretary, he/she shall be a member of the Board ex-officio. The Board shall be the policy-making organ of the Organization. The minimum number of the Board Members shall be three while the maximum shall be Seven.

3.3 THE MANAGEMENT STRUCTURE

There shall be the office of the Chief Executive Officer (CEO) who shall be the head of the Secretariat.

The day-to-day affairs of the Organization shall be managed by the Chief Executive Officer who shall be in charge of the organization's affairs. The Management may pay all expenses incurred in setting up and registering the organization and may exercise such powers of the Organization as are not required by this constitution to be exercised by a General Meeting, to achieve the objectives of the Organization. No regulations made by the Organization in a General Meeting, shall invalidate any prior act of the management which would have been valid if such regulations had not been made.

The Chief Executive Officer shall be responsible to the General Meeting and the Board of Directors. He /She shall be an employee of the Organization and his / her office shall fall under the Secretariat whose terms of service shall be determined by the Board.

He / she shall interlay;

a) Represent and act on behalf of the organization generally

Do all such acts as may be necessary for the efficient running of the organizations affairs;

Keep full complete, and up-to date record of the organization's affairs;

3.4 FIRST APPOINTMENT TO THE BOARD

The interim members to the Board shall be appointed in writing by the subscribers to this constitution and shall include three persons who shall act respectively as the Chairman, Secretary and Treasurer of the organization; until the conclusion of the first Annual General Meeting when a substantive Board shall be appointed to serve for a period of 3 years. Provided that a member of the Board shall be a member of the organization.

3.5 OTHER APPOINTMENTS TO THE BOARD

The Board may from time to time and at any time appoint any member of the organization, in case of vacancy, or by way of addition, to the board; provided that the prescribed maximum is not thereby exceeded and provided also that the proposal to appoint any new member of the board under this section shall be set out in a formal resolution forming part of the notice convening the Board meeting.

3.6 ALTERNATES

Any member of the Board may appoint another member to be his alternate to act in his place at any meetings of the Board at which he is unable to be present. Such appointees shall be entitled to exercise all the rights and powers of a member of the Board and, where they are members of the Board, shall have a separate vote on behalf of their appointers in addition to their own votes. A member of the Board may, at any time, revoke



**MAI AND MAHATIRI SOMALI LANGUAGES ENTEGRATED TRANSLATION SYSTEMS LIMITED ;
(MMSLETSL)**

the appointment of an alternate appointed by him. The appointment of an alternate shall be revoked in de facto, if his appointer ceases to be a member of the Board. Every appointment and revocation under this paragraph shall be effected by notice in writing under the hand of the appointer served on the Organization and such alternate.

3.7 OFFICE BEARERS

The organization shall at the Annual General Meeting in each year elect from its members its Chairman, Vice chairman and Treasurer. The above officials shall hold office until the next Annual General Meeting following that at which they were elected when they shall retire but shall be eligible for re election. If the Chairman, during his term of office, should cease to be a member of the Organization, resign from office or die, the directors shall elect one of their members to hold office until the next Annual General Meeting when a new Chairman shall be elected. The same procedure shall apply to the secretary and Treasurer.

3.8 DUTIES OF OFFICE BEARERS / OFFICIALS

The chairman/lady shall chair all meetings of the Board and all general meetings.
He/she shall provide general guidelines related to the affairs of the organization.
Be signatory to the bank account
Shall sign all the minutes
Shall make sure that all the resolutions passed in the meetings are implemented.
Shall have powers to delegate duties.
In his absence the Vice-chairman/lady shall chair the meeting.

The Secretary shall;

Keep minutes of the meetings of the Board of Directors and the General Meetings
Carry out all correspondence and publicity on behalf of the Organization.

Arrange for meetings of the organization on instructions of the Board of Directors, in
Special circumstances, on the instructions of General Meetings

Shall ensure appropriate dissemination of minutes, reports, documents and any other relevant materials.

Be a signatory to the bank account.

Shall have safe custody of all (MMSLETS) documents except financial documents.

Shall sign all minutes and all relevant documents.

The Treasurer shall in general ensure that proper accounting procedures are adhered to, and shall;

Keep on a proper accounting basis all the financial records of the Organization;

Open a bank account on the advice of the Board and ensure that all drawings from the account are countersigned either by the Chief Executive or his deputy;

Provide reports on the financial statement of the Organization and audited accounts to the general meeting.

The treasurer is the mandatory signatory to financial undertakings.

3.9 REMOVAL OF BOARD MEMBERS

The Board may by two-thirds resolution remove any member of their body from office, but if such a member should be aggrieved at his removal he may appeal to a General meeting to be called for this purpose. In the meantime, he shall cease to act as a member of the Board and to hold any other office under the Organization, and members for the time being of the board may act notwithstanding any vacancy in their body; provided always that in case the members of the Board shall at any time be reduced in number to less than the minimum number prescribed by this constitution, that numbers shall be the quorum for the purpose of filling up vacancies in their body and of summoning a General Meeting, but not for any other purpose. Provided also that the Board may co-opt any person to advise the Board in any capacity which the Board shall think fit.

ARTICLE 4: MEETING AND QUORUMS



**MAI AND MAHATIRI SOMALI LANGUAGES ENTEGRATED TRANSLATION SYSTEMS LIMITED ;
(MMSLETSL)**

4.1 PROCEEDINGS OF THE BOARD

The Board may meet for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. The quorum necessary for the transaction of business shall be not less than half the number of members of the Board for the time being. Questions arising at any meeting shall be decided by a majority of votes. In case of any equality of votes the chairman shall have a casting or second vote.

4.2 CALLING OF MEETINGS

(a) Normal Meetings

All normal meetings of the Board shall be summoned by the Secretary, acting in consultation with the Chairman, by giving at least 15 days notice accompanied by the proposed agenda.

(b) Requisitioned Meetings

A member of the Board may request for a meeting, and on the request of at least two (2) members of the Board, the Secretary shall at any time summon a meeting of the Board by at least twenty one days of notice served upon the several members of the Board, with an indication of the proposed agenda.

4.3 FORMATION OF COMMITTEE

The Board may delegate any of their powers to Committees consisting of such members of the board as they think fit, and any Committee so formed shall, in the exercise of the powers delegated, conform to any regulations prescribed by the Board. The meetings and proceedings of any such Committee shall be governed by the provisions of this constitution for the time being regulating the meetings and proceedings of the Board so far as applicable and so far as the same shall not be superseded by any rules made by the Board

All acts bona fide done by any meeting of the Board or of any Committee of the Board or by any person acting as a member of the board, shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment or continuance in office of any such member or person acting as aforesaid that they or any of them were disqualified, be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a member of the Board.

A resolution in writing signed by not less than two thirds of the members for the time being of the board of any Committee of the Board who are duly entitled to receive notice of a meeting of the board or of such Committees shall be as valid and effectual as if it had been passed at a meeting of the Board or of such committees duly convened and constituted.

4.4 DISQUALIFICATION OF MEMBERS OF THE BOARD

The office of a member of the board shall be vacated:

If a receiving order is made against him/her or he/she makes an arrangement or composition with his creditors;

If he becomes of unsound mind;(insane)

iii.)If he fails to attend the meetings of the Board for a period of six months, except by special leave of the Board;

IV.)If by notice in writing to the organization he resigns his office;

V.)If he is removed from office by a resolution duly passed under this constitution.

VI.)If he is removed from membership of the Organization pursuant to a resolution of the Organization.

4.5 GENERAL MEETINGS

The organization shall in each year hold a General Meeting as the Annual General Meeting, in addition to any other meetings in that year, and shall specify the meeting as such in the notice calling it. Not more than fifteen



**MAI AND MAHATIRI SOMALI LANGUAGES ENTEGRATED TRANSLATION SYSTEMS LIMITED ;
(MMSLETSL)**

months shall elapse between the date of one Annual General Meeting of the Organization and that of the next. The Annual General Meeting shall be held at such time and place as the Board shall appoint.

The Annual General Meeting shall be called Ordinary General Meeting and all other general shall be called Extraordinary General Meetings.

4.6 MANNER OF CONVENING EXTRA ORDINARY GENERAL MEETINGS

The Board may, whenever it thinks fit, convene an extraordinary general meeting;

The Board shall also, on the requisition of not less than one -third of the members of the organization, proceed to convene an extraordinary General Meeting, provided that the requisition must state the objects of the meeting and must be signed by the requisitions and deposited at the office.

4.7 NOTICE OF GENERAL MEETINGS

Twenty one (21) days' notice at least (exclusive of the day on which the notice is served or deemed to be served and of the day for which it is given), specifying the place, the day and the hour meeting of the organization shall, notwithstanding that it is called by shorter notice than that specified in the constitution, be deemed to have been duly called if it is so agreed by all the members entitled to attend and vote provided also that the accidental omission to give notice to or the non-receipt of notice of a meeting by any person entitled to receive such notice shall not invalidate the proceedings of that meeting.

4.8 PROCEEDINGS AT GENERAL MEETINGS

All Business shall be deemed special that is transacted at a extraordinary general meeting and also all that is transacted at an Ordinary General meeting with the exception of the consideration of the accounts and balance sheets, the reports of the Board and Auditors, the elections of the board, appointment of auditors, and the fixing of the remuneration of the Auditors. provided that no business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business members present in person or by proxy shall continue constitute a quorum.

If within half an hour from the time appointed for the meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved, and in any other case it shall stand adjourned to the same day in the next week at the same time and place and if at such adjourned meeting, a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall then be dissolved.

The Chairman/lady, or in his/her absence the Vice-chairpersons of the Board, if present shall preside at every General Meeting. If there is no such Chairman/lady or V i c e Chairperson, or if at any meeting neither is present within 15 minutes after the time appointed for holding the meeting, the members present shall designate one of their members to be Chairman/lady of the meeting.

The chairman/lady of any meeting at which a quorum is present may, with the consent of the meeting adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished. When such adjournment extends to more than 30 days since the original schedule date of the meeting, notice of the adjourned meeting shall be given as in the case of an original meeting.

4.9 VOTING AT GENERAL MEETINGS

Every member shall have one vote, provided that when any matter affecting a member personally comes before the meeting, although he may be present at it, he shall not be entitled to vote on the question and Chairman/lady may require him to withdraw during the discussion, and he/she shall in the case withdraw accordingly.

On a poll, votes may be given personally or by proxy, provided that the instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorized in writing, or, if the appointor is a



**MAI AND MAHATIRI SOMALI LANGUAGES ENTEGRATED TRANSLATION SYSTEMS LIMITED ;
(MMSLETSL)**

corporation either under seal, or under the hand of an officer or attorney duly authorized, a proxy need not be a member of the organization provided that no person shall be entitled to be appointed a proxy more than two absent members.

The instrument appointing a proxy and the power of the attorney or other authority, if any, or a notarial certified copy of that power or authority shall be deposited at the officer or at such other place convening the meeting, not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote or, in the case of a poll, not less than 24 hours before the time appointed for taking the poll, and in default the instrument of the proxy shall not be treated as valid after the expiration of twelve months from the date of its execution.

At any General Meeting a resolution put to the vote of the meeting shall be decided by a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by at least two members. Unless a poll is so demanded a declaration by the chairman that a resolution has, on a show of hands, been carried, shall be conclusive evidence of the fact without proof of the number or proportion of the vote recorded in favor of or against such a resolution. A demand or a poll may be withdrawn.

A poll demanded on the election of a Chairman/lady, or on the question of adjournment, shall be taken forthwith. A poll demanded on any questions shall be taken at such time as the Chairman/lady of the meeting directs and any business other than upon which a poll has been demanded may be preceded with pending the taking of the poll.

In case of an equality of votes, whether on a show of hands or on a poll, the Chairman/lady of the meeting at which the show of hands takes place, or at which a poll is demanded, shall be entitled to a second or casting vote.

4.10 CORPORATIONS OR ASSOCIATIONS ACTING BY REPRESENTATIVES AT MEETINGS

Any corporation or association which is a member may, by resolution of its directors or other governing body or by notification in writing under the hand of some officer of such corporation as may be duly authorized on that behalf, authorize such person as it thinks fit to act as its representative at any meeting of the Organization, and the persons so authorized shall be entitled to exercise the same power on behalf of the corporation or association which the represents as that corporation or association could exercise if it were an individual member of the Organization.

ARTICLE 5: FUNDS AND RESOURCES UTILIZATION

5.1 APPLICATION OF FUNDS AND ASSETS

The funds and assets of the Organization shall be applied solely towards the promotion of the objects of the Organization as set forth in this constitution; and no portion thereof shall be paid or transferred directly, or indirectly by way of dividend, gift bonus or otherwise by way of profit to the members of the Organization provided that nothing herein shall prevent, good faith, of reasonable and proper remuneration to any officer or servant of the Organization or any member or the Organization, in return for any services actually rendered to the Organization, or prevent the payment of interest at a rate not exceeding current bank rates on money lent or reasonable and proper rent for premises demised or let by any member to the Organization.

Provided also that no non-executive member of the Board of the Organization shall be appointed to any salaried office of the organization or any office of the Organization paid by fees, and that no remuneration or other benefit in money or money's worth shall be given by the Organization to any such Board member except repayment of out-of-pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Organization.

5.2 DISCLOSURE OF INTEREST IN CONTRACTS

A member of the board who is in anyway, whether directly or indirectly, interested in a contract or proposed contract with the organization shall disclose the nature of his interest at a meeting of the Board at which the question of entering into the contract is taken into consideration. A member of the board shall not vote in



**MAI AND MAHATIRI SOMALI LANGUAGES ENTEGRATED TRANSLATION SYSTEMS LIMITED ;
(MMSLETSL)**

respect of any contract or arrangement in which he is interested and if he shall do so his vote shall not be counted.

5.3 DISPOSAL OF RESIDUAL ASSETS ON WINDING UP OR DISSOLUTION

If upon the winding up or dissolution of the Organization there remains after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed amongst the members to the Organization but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Organization, and which shall prohibit the distribution of its or their income and property amongst its or their members to an extent at least as is imposed on the organizations.

Provided that such institution or institutions is or are to be determined by the members of the Organization at or before of dissolution, and in default thereof, by a judge of the High Court of Kenya, and if so far as effect cannot be given to the aforesaid provisions, then to some other charitable objects.

5.4 INDEMNITY OF BOARD MEMBERS

Every member and other officers or servant of the Organization shall be indemnified against (and it shall be the duty of the Board, out of the funds of the Organization, to pay) all cost, losses and expenses which such person may incur or become liable for by reason of any contract entered into, or act or thing done by him in good faith in the capacity aforesaid, in any way in the discharge of his duties, including traveling expenses, and the Board may give to any officer or employee of the Organization who has incurred or may be about to incur any liability at the request or for the benefit of the board, such security by way of indemnity as it may think proper.

5.5 MEMBERS' CONTRIBUTION TO ASSETS ON WINDING UP

Every member of the Organization undertakes to contribute to the assets of the Organization in the event of its being dissolved or wound up while he is a member, or within one year of his ceasing to a member, for payment of the debts and liabilities of the Organization contracted before he ceases to be a member, and the cost, charges and expenses of dissolution or winding up and for the adjustment of the rights of the contributories amongst themselves, such sum as may be required not exceeding the sum of shillings one thousand (Kshs. 1,000/-).

5.6 ACCOUNTS

It shall be the work of the Treasurer to cause the accounts to be kept and in particular as regards;

The sums of money received and expended by the Organization and the matters in respect of which such receipts and expenditures takes place;

The assets and liabilities of the Organization

The books of accounts shall be kept at the office or at such other places as the Board thinks fit, and shall always be open to the inspection of the member of the Board during business hours.

At the Annual General Meeting in every year, the Board shall lay before the members present a proper income and expenditure account for the period since the last preceding account made up to a date more than nine (9) months before such meeting.

A proper Balance sheet as at the date on which the income-expenditure account is made up shall be prepared every year, and laid before the members present at the Annual General Meeting. Every such balance sheet shall be accompanied by proper reports of the Board and the Auditors.

Copies of the income and expenditure account, balance sheet and reports, all of which shall be framed in accordance with any statutory requirements for the time being in force, and of any other documents required by law to annexed or attached thereto or to accompany the same shall, not less than twenty one (21) clear days before the date of the Annual General Meeting be sent to the Auditors and to all other persons entitled to receive notices, of such meetings in the prescribed manner.



**MAI AND MAHATIRI SOMALI LANGUAGES ENTEGRATED TRANSLATION SYSTEMS LIMITED ;
(MMSLETSL)**

5.7 AUDITORS

The Organization shall at each Annual General Meeting appoint an Auditor or Auditors to hold office until the next Annual General Meeting, Provided that a member of the Board or other officer of the Organization shall not qualify to be appointed Auditor of the Organization.

The Board may fill any casual vacancy in the office of the Auditor, but while any such vacancy continues, the surviving or continuing Auditor or Auditors, if any, may act.

The remuneration of the Auditors of the Organization shall be fixed at the Annual General Meeting, except that the remuneration of any auditors appointed to fill any casual vacancy may be fixed by the Board.

Every Auditors of the Organization shall have a right to see all relevant vouchers and shall be entitled to access at all times to the books and accounts he requires from the Board

The Auditors shall make a report to the members of the accounts examined by them and on every balance sheet laid before the Organization at its Annual General Meeting during their tenure of office, and the report shall state:

Whether or not they have obtained all the information and explanations they have required; and

Whether, in their opinion, the balance sheet referred to in the report is properly drawn up so as to exhibit a true and correct view of the state of the organization's affairs.

5.8 ARBITRATION CLAUSE

Save where by this Constitution the decision of the Board is made final if at any time hereafter any dispute difference or question shall arise between the Founders, Members, Trustees (if any) or other persons or their personal representatives or any of them respectively touching the construction meaning or effect of this Constitution or any cause or thing therein contained or the rights or liabilities of the said parties respectively or any of them under this Constitution or otherwise howsoever in relation to the Constitution then every such dispute or question shall be referred to arbitration by a single arbitrator appointed by agreement between the parties and in default of such agreement by the Chairman/Lady for the time being of the Chartered Institute of Arbitrators (Kenya Branch) in accordance with and subject to the provisions of the Arbitration Act (Chapter 49) of the Laws of Kenya or any statutory modification or re-enactment thereof for the time being in force.

5.9 INSPECTION OF BOOKS OF ACCOUNTS AND LIST OF MEMBERS OF THE ORGANIZATION

The books of accounts and all documents relating thereto and a list of members of the Organization shall be available be available for inspection at the office by any member of the Organization on giving not less than seven (7) days notice in writing to the Organization, provided that the books of account and all documents relating thereto and list of members shall always be open for inspection by members of the Board during business hours.

5.10 FINANCIAL YEAR

The financial year of the Organization shall begin on the first day of April and end on the last day of March of every year or at such other time as the Board may from time to time determine.

ARTICLE 6: AMENDMENTS TO THE CONSTITUTION

6.1 AMENDMENTS

Subject to the provisions of Regulation 21 (1) of the CBO Regulations, the Organization may by special resolution pass modify or repeal this constitution or adopt a new constitution or change the name of the



**MAI AND MAHATIRI SOMALI LANGUAGES ENTEGRATED TRANSLATION SYSTEMS LIMITED ;
(MMSLETSL)**

Organization, provided that no such alteration, amendment or modification shall be made which shall impair or prejudice the effectiveness of the prohibitions contained in this constitution against distribution of income, property and assets of the Organization to the members.

ARTICLE 7: DISSOLUTION AND DISPOSAL OF PROPERTY

7.1 DISSOLUTION

The Organization shall not be dissolved or wound up except by a resolution passed at a General Meeting of the members by votes of two-thirds of the members present. The quorum at the meeting shall be fifty per cent of all members of the Organization. If no quorum is obtained, the proposal to dissolve or wind up the Organization shall be submitted to a further General Meeting which shall be held one month later. Notice of this meeting shall be given to all members of the Organization at least 14 days before the date of the meeting. The quorum for this second meeting shall be the number of members present.

7.2 The Organization will not be dissolved without prior consent in writing to the Kenyan-government, obtained upon a written application addressed to the District Officer and signed by three of the officials of the organization.

7.3 Upon dissolution of the organization, its remaining assets shall be distributed to another Community Based organization(s) with similar objectives.

Dated atthisDay of, 2018.

AND Signed by the three top officials:-

BOARD OF DIRECTORS

Chairperson

Signature: _____

Secretary

Signature: _____

Treasurer

Signature: _____

Date...../...../.....

Signature_____

