



**GIFTED AGAIN CHARITY ORGANISATION AFRICA
(GACOA)**

THE CONSTITUTION

Motto: "Giving Hope, Transforming Lives"

*Gertrude
H. Sempfen*



Registered Office:

Kiyinikibi East Cell, Naluwerere Ward, Eastern Division,
Bugiri Municipality, Bugiri District, Uganda

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*Gifted Again
Ngunjiri*



PREAMBLE

WE, the founding members of the GIFTED AGAIN CHARITY ORGANISATION AFRICA (GACOA), citizens of the Republic of Uganda, united by a common vision and purpose;

AWARE of the immense socio-economic challenges, inequalities, and developmental hurdles facing vulnerable populations, particularly children, youth, women, and the marginalized in Bugiri District and the wider African continent;

DETERMINED to mobilize resources, foster partnerships, and implement sustainable community-driven interventions to alleviate poverty, promote health, enhance access to quality education, and champion human rights;

RECOGNIZING the imperative need for a formalized, structured, and legally compliant framework to govern our operations, ensuring absolute accountability, transparency, and impact in all our charitable endeavors;

DO HEREBY RESOLVE, ENACT, ADOPT, AND GIVE TO OURSELVES this Constitution to be the supreme governing document of the GIFTED AGAIN CHARITY ORGANISATION AFRICA (GACOA) on this day, and we bind ourselves, our successors, and all future members to strictly adhere to its provisions.

Handwritten signature in blue ink.



ARTICLE 1: CITATION, SUPREMACY, AND INTERPRETATION

1.1 Citation

This document shall be cited as the "Constitution of the Gifted Again Charity Organisation Africa (GACOA)," hereafter referred to as "The Constitution."

1.2 Supremacy of the Constitution

1.2.1 This Constitution shall be the supreme governing instrument of GACOA. All policies, regulations, operational manuals, and resolutions passed by any organ of the Organization shall be subject to this Constitution.

1.2.2 Any rule, regulation, or resolution that is inconsistent with any provision of this Constitution shall, to the extent of the inconsistency, be null and void.

1.3 Interpretation of Terms

In this Constitution, unless the context otherwise dictates:

- a) "Organization" or "CBO" refers to Gifted Again Charity Organisation Africa (GACOA).
- b) "Board" means the Board of Directors of GACOA.
- c) "Executive Committee" means the day-to-day management body of GACOA.
- d) "General Assembly" means the supreme policy-making organ consisting of all fully registered members.
- e) "AGM" means the Annual General Meeting.
- f) "Founder" refers to Mr. Mugoya Yusif, who initiated the vision and establishment of the Organization.
- g) "Executive Director" means the administrative head of the Executive Committee.

ARTICLE 2: NAME, MOTTO, AND REGISTERED OFFICE

2.1 Name

The Organization shall be known and registered as "GIFTED AGAIN CHARITY ORGANISATION AFRICA," abbreviated as "GACOA".

2.2 Motto

The official motto of the Organization shall be: "Giving Hope, Transforming Lives."

2.3 Registered Office

The principal registered office of the Organization shall be located at Kiyinikibi East Cell, Naluwerere Ward, Eastern Division, Bugiri Municipality, Bugiri District, in the Republic of Uganda. The Board of Directors may, by resolution, establish branch offices within or outside Uganda as deemed necessary for the execution of the Organization's mandate.

ARTICLE 3: VISION, MISSION, AND CORE VALUES

3.1 Vision

To build a self-reliant, empowered, and prosperous community where vulnerable populations are afforded equitable opportunities to achieve their full potential.

3.2 Mission

To transform lives through the delivery of sustainable, community-driven initiatives in education, health, and economic empowerment, whilst advocating for the fundamental rights of marginalized groups.

3.3 Core Values

GACOA shall at all times be guided by the following core values:

- a) Integrity: Upholding the highest standards of honesty, ethical conduct, and moral rectitude in all dealings.

- b) Accountability: Ensuring full transparency in financial management, resource utilization, and program implementation.
- c) Equity: Promoting fairness, inclusivity, and non-discrimination across all spheres of operation.
- d) Innovation: Continuously seeking creative, effective, and efficient solutions to complex community challenges.
- e) Teamwork: Fostering a spirit of collaboration, mutual respect, and synergy among staff, members, and partners.

ARTICLE 4: AIMS AND OBJECTIVES

The Organization is established to pursue, promote, and achieve the following strategic aims and objectives:

4.1 Education and Literacy

To promote access to equitable and quality education for orphans, vulnerable children, and marginalized youth through the provision of scholastic materials, scholarships, infrastructural development of community schools, and adult literacy programs.

4.2 Health and Well-being

To champion initiatives that improve maternal and child health, combat the spread of preventable diseases (including HIV/AIDS and Malaria), promote comprehensive sexual and reproductive health rights, and facilitate medical outreach camps in underserved communities.

4.3 Economic Empowerment

To eradicate extreme poverty by equipping youth, women, and persons with disabilities with vocational skills, entrepreneurship training, financial literacy, and access to micro-credit facilities to foster self-reliance and sustainable livelihoods.

4.4 Child Protection and Welfare

To safeguard the rights of children by actively combating child labor, child marriage, abuse, and exploitation. The Organization shall establish safe spaces, rehabilitation centers, and reporting mechanisms to protect vulnerable minors.

4.5 Community Development and WASH

To facilitate holistic community development by improving access to safe, clean drinking water, adequate sanitation facilities, and promoting environmental conservation and climate-smart agricultural practices among rural households.

4.6 Strategic Partnerships and Networking

To build, maintain, and leverage strategic alliances with local and central government agencies, international non-governmental organizations (INGOs), bilateral agencies, and private sector entities to pool resources and maximize developmental impact.

4.7 Psychosocial Support and Counseling

To provide comprehensive psychosocial support, trauma counseling, and mental health interventions for victims of domestic violence, natural disasters, and other traumatic events, ensuring their successful reintegration into society.

4.8 Human Rights and Policy Advocacy

To actively champion and advocate for the human rights of all individuals, engaging in civic education, policy dialogue, and grassroots mobilization to ensure that the voices of the marginalized are heard and acted upon by policymakers.



ARTICLE 5: STATUS AND AUTONOMY

5.1 Legal Status

GACOA shall be registered as a Community-Based Organization (CBO) under the relevant laws of Uganda. It shall possess the capacity to sue and be sued in its corporate name, and to acquire, hold, and dispose of movable and immovable property.

5.2 Not-for-Profit Status

The Organization shall operate strictly on a not-for-profit basis. All income, resources, and properties generated or acquired shall be applied solely towards the promotion of the aims and objectives set out in Article 4. No portion thereof shall be distributed directly or indirectly by way of dividend, bonus, or profit to the members, directors, or officers of the Organization, except as bona fide compensation for services actually rendered to the Organization.

5.3 Non-Partisan and Non-Religious Nature

GACOA shall remain strictly non-partisan and non-religious. It shall not affiliate itself with any political party, nor shall it discriminate against any person on the basis of political affiliation, religious belief, tribe, race, gender, or social status.

ARTICLE 6: MEMBERSHIP

6.1 Categories of Membership

Membership shall be divided into three distinct categories:

- a) Founding Members: The signatories to this Constitution who originally conceptualized and formed the Organization.
- b) Ordinary Members: Individuals who subscribe to the aims and objectives of GACOA, apply in writing, and are admitted by the Board of Directors upon payment of the prescribed fees.
- c) Honorary Members: Distinguished individuals conferred with membership by the Board in recognition of their exceptional contributions to the community or the Organization. Honorary members shall not have voting rights.

6.2 Rights of Members

Fully registered members in good standing shall have the right to:

- a) Attend, participate, and vote at the General Assembly (except Honorary members).
- b) Nominate candidates or stand for election to any office within the Organization, subject to qualifications.
- c) Access the Organization's general reports, audited accounts, and public records.
- d) Participate in the activities and programs of the Organization.

6.3 Obligations of Members

Every member shall be duty-bound to:

- a) Uphold, defend, and strictly adhere to this Constitution.
- b) Promptly pay all subscription fees, annual dues, and special levies as determined by the Board.
- c) Protect the reputation and assets of the Organization.

- d) Actively participate in the Organization's activities and attend mandatory meetings.

6.4 Termination of Membership

Membership shall automatically cease upon the occurrence of any of the following:

- a) Voluntary resignation submitted in writing to the Secretary.
- b) Death or permanent mental incapacity of the member.
- c) Expulsion by a two-thirds majority vote of the Board of Directors on grounds of gross misconduct, fraud, criminal conviction, or actions fundamentally detrimental to the Organization, provided the member is granted a fair hearing.
- d) Failure to pay annual subscription dues for two consecutive years.

ARTICLE 7: GOVERNANCE AND LEADERSHIP STRUCTURE

The governance and administrative framework of GACOA shall comprise the following hierarchical organs:

1. The General Assembly: The supreme policy-making and highest decision-making organ.
2. The Board of Directors: The strategic oversight, policy formulation, and supervisory organ.
3. The Executive Committee: The administrative and management organ responsible for the day-to-day operations of the Organization.

ARTICLE 8: BOARD OF DIRECTORS

8.1 Composition of the Board

The inaugural Board of Directors shall consist of exactly the following three (3) founding members:

1. Chairperson / Executive Director: Mugoya Yusif
2. Vice Chairperson / Deputy Director: Kagoya Salima
3. Secretary / General Secretary: Namukuve Mayimuna



8.2 Functions and Powers of the Board

The Board of Directors shall be vested with the power to:

- a) Formulate the overall strategic direction, policies, and operational guidelines of GACOA.
- b) Approve annual work plans, budgets, and operational frameworks.
- c) Appoint, suspend, or dismiss senior management staff and external auditors.
- d) Oversee the financial management, ensuring strict adherence to accountability standards.
- e) Represent the Organization in high-level legal, public, and international matters.
- f) Review and approve membership applications and disciplinary actions

8.3 Tenure of Office

Members of the Board of Directors shall serve for a term of five (5) years. Upon the expiration of their term, they shall be eligible for re-election or reappointment for subsequent terms by the General Assembly, provided they remain in good standing.

8.4 Vacancies

A vacancy on the Board caused by death, resignation, or removal shall be filled by appointment by the remaining Board members, subject to ratification at the next General Assembly.

ARTICLE 9: EXECUTIVE COMMITTEE

9.1 Composition

The Executive Committee shall be the administrative arm of the Organization. To ensure seamless continuity and alignment with the founding vision, the inaugural Executive Committee shall be strictly composed of the following persons:

1. Executive Director / Chairperson: Mugoya Yusif
2. Vice Chairperson / Deputy Director: Kagoya Salima
3. General Secretary: Namukuve Mayimuna



9.2 Functions of the Executive Committee

- a) Execute the day-to-day operations and programmatic activities of GACOA.
- b) Implement policies, resolutions, and strategic plans approved by the Board.
- c) Manage the human, financial, and material resources of the Organization.
- d) Draft funding proposals, negotiate grants, and build strategic partnerships.
- e) Prepare regular progress, financial, and monitoring reports for presentation to the Board.

9.3 Role of the Executive Director (Founder)

Mr. Mugoya Yusif, as the Founder and Executive Director, shall be the Chief Executive Officer of the Organization. He shall be responsible for providing visionary leadership, acting as the primary spokesperson, directing all management affairs, and ensuring that the organization's mandate is unequivocally fulfilled.

ARTICLE 10: MEETINGS

10.1 Annual General Meeting (AGM)

The General Assembly shall convene for an AGM once every calendar year. The AGM shall receive the annual report, approve audited financial statements, elect leaders (when terms expire), and deliberate on policy matters.

10.2 Board and Executive Meetings

The Board of Directors shall meet at least quarterly (four times a year). The Executive Committee shall meet at least once a month to review operational progress.

10.3 Notice of Meetings

A mandatory written notice of at least seven (7) clear days must be given to all relevant members prior to any General, Board, or Executive meeting, explicitly stating the agenda, date, time, and venue.

10.4 Quorum

The quorum for any General Meeting, including the AGM, shall strictly be fifty percent (50%) of the fully registered members in good standing. The quorum for Board and Executive Committee meetings shall be a simple majority (over 50%) of the committee members.

10.5 Voting Procedures

Decisions shall ordinarily be reached by consensus. Where a vote is required, it shall be decided by a simple majority of members present and voting. In the event of a tie, the Chairperson shall have a secondary or casting vote.

ARTICLE 11: FINANCIAL MANAGEMENT

11.1 Sources of Funds

The Organization shall derive its operational and project funds from:

- a) Membership subscription fees and annual dues.
- b) Grants, donations, and endowments from governmental, corporate, and philanthropic entities.
- c) Fundraising events, campaigns, and lawful public appeals.
- d) Income generated from sustainable community enterprise projects approved by the Board.

11.2 Financial Year

The financial year of GACOA shall commence on the 1st day of July and conclude on the 30th day of June of the subsequent calendar year.

11.3 Bank Accounts and Signatories

All funds belonging to GACOA shall be deposited into recognized commercial bank accounts opened in the name of the Organization.

The official signatories to all bank accounts, financial instruments, and transactional documents shall be:

1. The Chairperson / Executive Director – Principal Signatory
2. The Secretary– Secondary Signatory
3. The Treasurer– Secondary Signatory

Mandate: The Chairperson / Executive Director PLUS any ONE (1) of the other two signatories shall be required for any financial withdrawal or transaction to be valid. All transactions shall bear the signatures of the Principal Signatory and one of the Secondary Signatories.

11.4 Budgeting

The Executive Committee shall prepare a comprehensive annual budget encompassing all projected revenues and expenditures, which must be presented to the Board of Directors for approval at least thirty (30) days prior to the commencement of the new financial year.

ARTICLE 12: ACCOUNTABILITY AND AUDIT

12.1 Financial Records

The Treasurer, assisted by the finance personnel, shall maintain proper, accurate, and up-to-date books of accounts. All financial records, receipts, vouchers, and ledgers shall be preserved in accordance with standard accounting principles and national laws.

12.2 External Audit

The accounts of the Organization shall be audited annually by an independent, certified, and competent external auditor appointed by the Board of Directors. The auditor's report shall be presented to the AGM and made available to relevant regulatory authorities as required by law

ARTICLE 13: AMENDMENT OF THE CONSTITUTION

13.1 Procedure for Amendment

Any proposal to alter, amend, or repeal any provision of this Constitution must be submitted in writing to the Secretary at least thirty (30) days prior to a General Meeting. The Secretary shall circulate the proposed amendments to all members no less than fourteen (14) days before the meeting.

13.2 Voting on Amendments

This Constitution may only be amended by a strict two-thirds (2/3) majority vote of the fully registered members present and voting at a duly constituted Annual General Meeting or an Extraordinary General Meeting specifically convened for that purpose.

ARTICLE 14: DISSOLUTION

14.1 Procedure for Dissolution

The Organization may be dissolved only by a special resolution passed by a three-quarters (3/4) majority of all registered members at a Special General Meeting convened explicitly for the purpose of dissolution, for which at least thirty (30) days' written notice has been given.

14.2 Disposal of Assets

Upon dissolution, after the complete satisfaction of all outstanding debts, liabilities, and legal obligations, no remaining funds, assets, or properties shall be distributed among the members. All residual assets shall strictly be transferred or donated to another functioning Community-Based Organization (CBO) or Non-Governmental Organization (NGO) within Uganda possessing similar aims and objectives, or alternatively, surrendered to the District Local Government of Bugiri.

ARTICLE 15: MISCELLANEOUS PROVISIONS

15.1 Common Seal

The Organization shall possess a Common Seal whose design shall be approved by the Board. The Seal shall be kept in the secure custody of the Secretary and shall only be affixed to legal and official documents pursuant to a formal resolution of the Board, in the presence of the Chairperson and Secretary.

15.2 Indemnity

Every Director, Executive Committee member, officer, or employee of the Organization shall be indemnified out of the assets of the Organization against any liability, loss, or expense incurred by them in the bona fide, good-faith execution of their official duties, except in cases of proven gross negligence, fraud, or willful misconduct.

15.3 Conflict of Interest

Any Board or Executive Committee member who possesses a direct or indirect personal or financial interest in any matter under consideration by the Organization must immediately disclose the nature of the interest and shall recuse themselves from voting or participating in the decision-making process regarding that specific matter.

15.4 Gender and Inclusivity

The Organization shall actively promote gender equity and social inclusion. In all its appointments, committees, and programmatic interventions, the Organization shall strive to ensure that at least one-third (1/3) of all positions are occupied by women or marginalized demographic groups.

SCHEDULE I: CODE OF CONDUCT

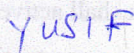
All members, officers, and volunteers of GACOA shall abide by the highest standards of professional and ethical conduct. Bullying, harassment, embezzlement, corruption, and discriminatory practices are strictly prohibited and constitute grounds for immediate dismissal and legal action.

SCHEDULE II: OATH OF OFFICE

Every incoming Board Member and Executive Committee member shall be required to sign an Oath of Office, pledging to uphold this Constitution, safeguard the resources of the Organization, and act exclusively in the best interests of the vulnerable communities GACOA serves.

CERTIFICATE OF ADOPTION

WE, the undersigned Founding Members and inaugural Board of Directors of GIFTED AGAIN CHARITY ORGANISATION AFRICA (GACOA), hereby certify that this document is the true, correct, and authoritative Constitution of the Organization, unanimously debated, approved, and formally adopted on this day.

NAME	POSITION	SIGNATURE	DATE
Mugoya Yusif	Chairperson / Executive Director		June 25, 2026
Kagoya Salima	Vice Chairperson / Deputy Director		June 25, 2026
Namukuve Mayimuna	Secretary / General Secretary		June 25, 2026

Drafted in accordance with the Non-Governmental Organisations Act, 2016, and the relevant local government regulations of the Republic of Uganda.

