

CONSTITUTION OF THE ASSOCIATION OF RESEARCH ADMINISTRATORS in Africa -(ARAA)

Article I: Name

1. The Association shall be called “Association of Research Administrators in Africa” (ARAA).
2. ARAA encompasses its members from all regions of Africa, other countries in the rest of the World, as well as Institutions that subscribe to the objectives of the association and whose membership shall be designated in accordance with this Constitution.
3. ARAA shall operate as an independent, non-profit, professional and educational Association with Regional African Chapters and may include International Chapters if this is deemed appropriate by the ARAA through the Annual General meeting.
4. ARAA shall have proprietary rights over its registered or unregistered names, publications, titles, trade and service marks, logos, designs and other identifications; which shall be used only for ARAA’s benefit; and whose use by any other organization shall be prohibited, unless specifically authorized in writing by the Steering Committee of the ARAA.

Article II: Address

The location of the official coordinating office shall form the official address of the Steering Committee of ARAA except that this office shall be hosted at a Research Institution in any African Country as may be designated by the Steering Committee. The Steering Committee shall, if they deem appropriate, rotate the host coordinating office from among the different Member Institutions for a prescribed time as they deem expedient.

Article III: Purpose

The purpose of ARAA is to serve as a professional forum for Health Research Administrators in Africa for discussions, trainings, analysis, and bench marking best practices as well as providing solutions to global health research and development challenges. The Association shall, inter alia, aim to achieve the following;

Article IV: Objectives

1. The main objectives of ARAA are to; (a) Bring together research Administrators from Africa to foster collaboration and best practices, (b) broaden and deepen understanding of the various challenges facing Research Administrators in Africa, and (c) advance appropriate solutions to the challenges facing Research Administration in Africa. This will be achieved by, among other things:
 - Facilitating the inter-institutional, inter-country or regional exchange of information and ideas among the Research Administrators in Africa and providing channels and linkages for Research Administrators in Africa to link up with similar international organizations for purposes of sharing useful and up – to – date information relevant to research administration.
 - Encouraging, assisting and enhancing faculty staff at the different African Research Institutions in order to raise the levels of research activities by providing advanced knowledge and information about available research opportunities

- Cooperating, whenever possible and appropriate, with other associations with similar objectives across the globe in ventures that can enrich and facilitate furtherance of ARAA's objectives.
 - Providing publishing opportunities, and publication outlets, for members of the Association as well as for Faculty from African Institutions, and enhancing their other scholarly activities and intellectual contributions from scientific and behavioral research.
 - Organizing conferences and seminars in different locations on the African Continent with the aim of enabling members and other stakeholders to present their research work, thereby creating an interactive environment for members and other participants to share, network, and exchange relevant information with each other
 - Promoting and enhancing, where appropriate and whenever possible, the professional career and placement needs of ARAA members.
 - Seeking means and opportunities for furtherance of academic scholarships and endowments for scholars in and from the African continent.
2. To continually improve, maintain and enhance the intellectual integrity of Research administrators in Africa, as well Professionalizing Research administration as a core profession among Academic Research Institutions in Africa.
 3. Undertake resource - mobilization activities aimed at sustaining the activities of the Association, as well as undertake any lawful activity consistent with, and incidental to the attainment of the above mentioned activities.

Article V: Finances

1. The Association shall use all lawful means to secure resources from different sources in order to carry out its objectives. The responsibility for keeping and maintaining proper books of account shall rest with the Chairperson **for the Treasury and Finance subcommittee**
2. All funds of the Association shall be deposited in a Bank that will be determined by the Steering Committee and the Signatories to the Account shall be the Chairperson of the steering Committee and Chairperson **for the Treasury and Finance subcommittee** (jointly)
3. The fiscal Year for the Association shall run from 1st July to 30th June. The Chairperson **for the Treasury and Finance subcommittee** shall cause the Books of accounts to be audited by an external financial audit firm appointed by the Steering Committee. Except that the audit firm so appointed must be ratified by the members of the association at a General meeting.

Article VI: Membership

1. Membership in the Association shall be open to Global Health Research administrators, Investigators, Protocol Regulatory teams, Clinical research teams, and students of any nationality who are interested or actively engaged in Global Health research or Research Administration issues that relate in any aspect to Africa.
2. Ordinary membership will consist of: Global Health Research Administrators, Grant specialists, regulatory specialists, and any other professionals actively involved or with keen interest in Global Health Research Every ordinary member shall be required to pay annual dues as prescribed under Art VI (7) below.
3. Institutional membership shall be open to any Academic or Research Institutions with demonstrated interest in the development of the field of Health Research Administration. However, representatives of such institutions may not hold elective offices except as

Advisory Board members. Each of the member institutions shall have only one vote during the General meeting.

4. Honorary memberships will be made in special cases, e.g. for annual speakers or persons who have rendered distinguished services in the promotion and development of Research Administration in Africa. The General meeting, based on the recommendation of the Steering Committee can approve such persons for this membership
5. Student membership status shall only be limited to the duration of the studies with no right to vote
6. All types of membership will have full voting rights and are similar in all respects, except for the dues and limit to length of student status.
7. The annual rates of the dues for specific categories shall be determined by the Steering Committee and ratified at the Annual General meeting.
8. Membership is renewable annually and only members whose subscription is paid up for the year shall have the right to vote or enjoy full benefits of the Association.
9. The steering committee can decide on additional forms or categories of membership as they deem appropriate. But such additional categories would have to be ratified by the General meeting.

Article VII: Cessation of Membership

1. Termination shall be based on withdrawal through, expulsion, death or winding up of a member institution.
2. In addition any ARAA member who knowingly uses the ARAA's name, logos or marks for unauthorized purposes shall be expelled from the ARAA, and may be reinstated only after two years, upon favorable response by the Steering Committee of the ARAA to a written petition from the individual so expelled.

Article VIII: Meetings

1. An annual General Meeting to be attended by all members of the Association shall be held at such time and place as determined by the Steering Committee, but in any case during the last quarter of each year.
2. *Annual Chapter Meetings shall be held and attended by members of the specific Chapters, but in any case not later than the end of the 3rd quarter of each year. It is the responsibility of the Chair of the Chapter to present a brief on the particular Chapter at the Annual General Meeting.*

3. Extra ordinary meetings of the Association may be called in either of these two ways: (1) by the Steering Committee or (2) by a petition of more than 30% of the general membership body.

Article IX: Governance

1. The day – to – day management of the Association shall be vested by the General meeting in the hands of the Steering Committee comprising of chairpersons of the different sub-committees. The chairpersons of these subcommittees shall be elected by the General meeting and shall bear the geographical representation of the Association. The elected Chair of the Steering Committee shall be the Chairperson and leader of the association and shall be elected by the chairpersons of the subcommittees from amongst themselves and ratified by the General meeting. The Steering committee shall consist of the following sub-committees; Coordination, Finance & **Treasury**, Research & Training and Membership & Publicity.
2. The Steering Committee shall determine the policies of the Association, and ensure that they are consistent with this Constitution except that policies so determined shall be ratified by the General meeting before implementation. A simple majority of the Steering Committee shall constitute a quorum at the official Steering Committee meetings.
3. The Steering Committee shall consult with an Advisory Board consisting of 3 - 5 members nominated and voted for by the members of ARAA during their AGM. The Steering committee shall provide bi-annual progress reports to the Advisory Board so that the Board is abreast with all the activities of association. Except that all the advisory Board members must be drawn from distinguished Researchers with demonstrated interest in the development of health research administration. The members of the Advisory Board shall be proposed by the Steering committee and ratified by the General meeting.
4. Responsibilities;
 - **The Chairperson of the Steering Committee:** shall be the Leader of the Association and shall have responsibility, authority, and accountability for initiating and carrying out ARAA policies and functions. In the event of absence, resignation, or death of the Chairperson, the duties of the office shall devolve to any member of the Steering committee as determined by the seating of the entire steering committee, until a new chair has been elected in no more than three months after the office of the Chair was declared vacant.
 - **Chairperson for Coordination subcommittee:** He/she shall handle correspondence related to the organization. He or she shall serve as the secretary of the Steering Committee, and record the minutes at the annual meeting and all other meetings and send them to the membership within a reasonable time. He/she shall also be responsible for management of the ARAA membership database, publication of the ARAA newsletter, and the maintenance of the ARAA website. He/She shall be responsible for publicizing the activities and public position of the Association. He or she shall develop relationships with institution of higher learning within and outside the African continent, libraries, governmental agencies and other non-business units.
 - **Chairperson for Finance & Treasury subcommittee:** shall have oversight responsibility for Association financial affairs. He or she shall maintain the financial records and handle the annual conference correspondence related to the association's finances. He or she shall be responsible for conference registrations, and prepare financial report for the Chair at the end of annual conference. He or she shall work with

the Chair to make sure adequate record is maintained on membership fees and conference wire transfers. He or she shall be a co-signer of all checks written and funds disbursed. The treasurer shall prepare the Association's account for the auditor and report the findings to the executive and general members. The treasurer shall present a financial report to the Steering Committee and all the members at each annual conference of the Association. The treasurer shall be responsible for billing and collecting membership dues.

- **Chairperson for Research & Training subcommittee;** He/She shall have oversight responsibility of the Research and Training portfolio of the Association. He/she shall coordinate research development and publication in research journals.

 - **Chairperson for Membership & Publicity committee:** He/she shall be responsible for coordinating the country representatives to attain membership goals. He or She shall work closely with Vice President for Coordination and Publicity to carry out his or her duties. He or she shall also work closely with Chairperson for Coordination and Publicity to make sure membership records are well maintained.
5. The term of office of elected officers shall be three years. No person shall hold the same elective office for more than two consecutive terms. Student and Institutional members are not eligible to hold elective office except as provided under Art VI (6). The Advisory Board shall guide the activities of the Steering Committee.

In addition, the Steering Committee can appoint support staff to facilitate the management of the activities of the Association but the decision to create such a support structure must be ratified by the General assembly of all members

6. The Steering Committee shall appoint any member or members or consultant to manage the Annual General meeting. The committee shall be responsible for developing conference tracks and appointing track chairs for ensuring adequate flow of papers for the various tracks and manage timely registrations by participants whose papers have been accepted by track chairs. The steering committee shall develop the final conference program including: keynote speakers, number of sessions, session chairs, and discussants. The person appointed as the chair shall be vested with the responsibility of ensuring that all the other activities from the annual general meeting are accomplished inclusive of editing and publishing ARAA meeting Proceedings.

Article X: Nomination and Election of Officers

1. All subscribed members of ARAA who are eligible to vote according to this Constitution shall elect officers by a majority of the votes cast in response to ballots issued. Ballots shall be issued at least two month prior to the date of the Annual General Meeting during which voting is expected. The deadline for the return receipt of the ballots shall be two weeks from the date of their publishing on the ARAA website.

2. Nominations shall be sought from members at the Annual General Meeting as well as through other publications of the ARAA and other forms of communication including the ARAA website.

3. The Chairperson of the Steering Committee shall appoint a team of 5 people to coordinate the nomination and election process
4. For all positions, Candidates receiving the largest number of votes, out of the votes cast for a particular office shall be deemed elected. In the event of a tie, the persons elected by the Chairperson to coordinate the election process will decide the winner with a split vote.

Article XI: Steering Committee and sub committees

1. The Steering Committee is vested with the powers to select additional specialized ad hoc sub committees to address identified issues. The Steering Committee shall specify the functions and duration of such ad hoc subcommittees.
2. Each sub committee shall select a chair that will send the report of their specific assignment to the Chairperson and Steering Committee.

Article XII: Amendment of the Constitution

1. Amendment of the ARAA Constitution shall be effected by a two-third majority of the votes cast by the membership in response to a distributed ballot.
2. Proposals to amend the Constitution shall be forwarded to the Chairperson of the Coordination subcommittee who shall circulate them to the ARAA membership at least a month before the Annual general meeting. Proposals to ammend the Constitution may be initiated by the Steering Committee or by any member with endorsement in writing by one third of the subscribed members. Amendments can only take effect after ratification by more than two thirds of the majority of subscribed members in physical attendance or through proxy at the Annual General Meeting.

Article XIII: By-Laws

1. The terms of office for officers, other elected officials, and committee members shall begin at the business meeting held during the Annual General Meeting of the Association during which they are elected.
2. The Steering Committee shall appoint an independent auditor to audit all accounts before publishing annual report.
3. A quorum of the Association General meeting shall consist of a simple majority of subscribed members attending the AGM.
4. This constitution will take effect upon ratification by a majority affirmative vote of the membership in person.
5. A vote of a majority of those present and voting at any the Annual General meeting of the Association may amend these by-laws.

Article XIV: Resolution of Disputes among members

Any dispute that might arise from among the members shall be resolved by the Steering Committee. In the event that an amicable settlement is not reached through the Steering Committee, such a dispute shall be referred to the Advisory Board whose ruling shall be final.

Article XV: Custody of Property for the Association

All books, official stamp, letter head, or any other property shall be kept at the coordinating office or any other office as designated by the Steering Committee. Except that all Association property must solely be used for activities related to the Association. In case of dissolution of the Association, the general meeting shall decide on the most appropriate way to dispose of the association property except that any decision on disposal shall not be done to the benefit or gratification of any of the association members. The Chairperson for finance and treasury subcommittee shall keep an inventory of all Assets of the Association which shall be read as part of the audit report at AGM,

Article XVI: Dissolution of the Association

1. The Association may be dissolved by a resolution to that effect adopted by a two -thirds majority of all active members.
2. The General Assembly shall appoint a committee for the purpose of liquidating the assets and/or liabilities of the Association but in such a manner as prescribed under Article XV

Article XVII: The Seal of the Association

The Steering Committee shall provide for the seal for the Association and the Safe Custody of the Seal, which shall only be used with the authority of the Steering Committee in that behalf and every instrument to which the Seal shall be affixed shall be signed by the Chairperson or his designate

Article XVIII: Signatures of the Founding Members of the Association;

Here below are the names, titles and affiliation of the founding members of the Association of Research Administrators in Africa, who have participated in adopting this constitution as indicated in “The Eldoret Resolution” below;

This Constitution is hereby passed and adopted by the members present at the Eldoret inaugural meeting held from October 1, 2009 to October 2, 2009 as attested by their signatures here below;

- 1.
- 2.
- 3.