



Constitution of Speakers for Africa, Inc. (Uganda)

1. Name and Legal Status

1. The name of the Organisation shall be Speakers for Africa, Inc. (Uganda) (hereafter the Organisation).
2. The Organisation shall be a Non-Governmental Organisation (NGO) registered under the Non-Governmental Organisations Act, 2016 and licensed by the Uganda NGO Bureau.
3. The Organisation is affiliated with Speakers for Africa, Inc., a nonprofit corporation duly registered in the United States of America.

2. Registered Office

The principal office of the Organisation shall be located at [Insert Full Address, Kiruhura District, Uganda].

The Organisation may establish branch offices in other districts of Uganda with Board approval and in compliance with NGO Bureau regulations.

3. Area of Operation

1. The Organisation has secured a Letter of Recommendation from the Chief Administrative Officer (CAO) of Kiruhura District in support of its registration.
2. The Organisation shall designate Kiruhura District as its primary area of operation.
3. The Organisation may extend its activities to other parts of Uganda with Board approval and in accordance with the NGO Act and its operating permit.

4. Objectives / Purposes

The objectives of the Organisation shall be:

- a. To empower vulnerable students to overcome obstacles to education.
- b. To improve access to safe and hygienic learning environments by constructing pit latrines, rehabilitating school kitchens, and supporting school infrastructure.
- c. To provide educational resources, including desks, materials, and technology.
- d. To partner with families, schools, district leaders, and community stakeholders in

Kiruhura District and beyond.

e. To promote community health, sanitation, and welfare as complementary to education.

f. To raise and manage resources, conduct advocacy, and strengthen accountability in all activities.

5. Powers

The Organisation shall have power to:

- Solicit and receive funds from donors, foundations, governments, and well-wishers.
- Own, lease, and manage property.
- Employ staff and engage volunteers.
- Collaborate with NGOs, community groups, government agencies, and international partners.
- Enter into contracts consistent with Ugandan law.
- Carry out all lawful activities consistent with its mission and the NGO Act.

6. Governance – The Board of Directors

1. Composition: The Board shall consist of at least seven (7) and not more than fifteen (15) members, with at least one-third (1/3) being female.

2. Current Board Officers:

- Gracious Taremwa – Board Chair
- Penny Randell – Secretary
- Lee Pulliam – Treasurer
- Kyle Stevens – Parliamentarian
- Chad Johnston, MD – Medical Director
- Jacklyn Schnell – Advisory Board & Committee Chair (Christian Outreach)

3. Executive Leadership (Ex Officio / Staff):

- Peyton Thomas – Executive Director (non-voting, ex officio)
- Michael Reuter – Regional Director
- Kareem Katuramu – Communications Director
- Tasha Mirembe – Compliance & Field Operations

4. Term of Office: Board members shall serve three (3) year terms, renewable once.

5. Meetings:

- The Board shall meet at least quarterly.
- Notice shall be given 14 working days in advance.
- Quorum shall be a simple majority of Board members.

7. Officers' Duties

- Chairperson: Presides at meetings, ensures governance effectiveness, and represents the Organisation.
- Secretary: Keeps records, correspondence, minutes, and statutory filings.
- Treasurer: Oversees finances, prepares reports, ensures compliance and audits.
- Parliamentarian: Advises on procedures and governance compliance.
- Medical Director: Provides health guidance for community and school programs.

8. Executive Director & Staff

1. The Executive Director shall manage daily operations, programs, and staff.
2. The Executive Director shall be an ex officio, non-voting member of the Board.
3. Other staff and volunteers shall be engaged as necessary.

9. Finance and Audits

1. Fiscal Year: January 1 – December 31.
2. Banking: All funds shall be deposited in a recognised bank in Uganda. Withdrawals above UGX 10,000,000 shall require two authorised signatories.
3. Audits: Annual audits shall be carried out by an independent certified auditor.
4. Reporting: Annual returns, audited accounts, and work plans shall be submitted to the NGO Bureau, DNMC, and SNMC as required.

10. Conflict of Interest

- All Board members and staff must declare conflicts of interest. Persons with conflicts shall abstain from related decisions.

11. Dissolution

The Organisation may be dissolved by a two-thirds (2/3) vote of the Board. Upon dissolution, assets shall be transferred to another registered NGO with similar objectives, subject to NGO Bureau approval.

12. Amendments

This Constitution may be amended by a two-thirds (2/3) vote of the Board at a duly convened meeting with proper notice.

13. Compliance

The Organisation shall at all times comply with the Uganda NGO Act 2016, labour laws, tax laws, and directives of the NGO Bureau.

Adoption of the Constitution

We, the undersigned founding members of Speakers for Africa, Inc. (Uganda), hereby adopt this Constitution on this __1__ day of ____September_____, 2025.

Gracious Taremwa, (Co-Chairman)

Chad Johnston, MD, Vice-Chair

Penny Randell, Secretary

Lee Pulliam, Treasurer

Peyton Thomas, Executive Director (Ex Officio)

Michael Reuter, Regional Director

Karime Katuramu, Communications Director

Tasha Mirembe, Compliance and Field Operations Manager

Jacklyn Schnell, Committee Chair

Kyle Stevens (Non voting advisory board - Parliamentarian)