

Pan Africa ILGA Constitution

1. Preamble

- 1.1. Recognizing the fundamental pride that lesbians, gay men, bisexuals, trans* people and intersex people have in their gender identity and expression and sexual orientation;
- 1.2. Conscious that social and legal discrimination on the basis of sexual orientation, gender identity and expression is pervasive and that effective work against oppression calls for a Pan-African solidarity;
- 1.3. Noting the diversity in political contexts within the various regions and the various members within the African continent;
- 1.4. Seeking in Pan-Africa ILGA an African organisation within which women and trans people of different political and personal choices (for example separatism, feminism, orientation and identity) can work together;
- 1.5. Concerned with the vulnerability of youth in a continent that continues to practice so many forms of discrimination, the need for their protection from abuse and the goal of ensuring that young people experience both freedom and support as they develop their sexualities and identities;
- 1.6. Mindful of the impact of discrimination on the basis of sex, sexual orientation, gender identity, race, age, disability, economic status, national origin and ethnicity on lesbians, gay men, bisexuals, trans people and intersex people, and the way in which such discrimination can end in violence;
- 1.7. Building on the work of previous generations who have struggled for equality and liberation;
- 1.8. We approve this document as the Constitution of the African Region of the International Lesbian, Gay, Bisexual, Trans* and Intersex Association.

2. Constitution

- 2.1. It is hereby created an international non-profit organization called "The African Region of the International Lesbian, Gay, Bisexual, Trans* and Intersex Association (ILGA), hereafter referred to as Pan-African ILGA. Herein this document referred to as PAI. The association is incorporated for an unspecified time and is covered by the laws of South Africa.
- 2.2. The registered office is situated in South Africa _____. The registered office can be transferred anywhere in South Africa by a decision of the PAI Executive Board.
- 2.3. The working languages of PAI are English and French.

3. Aims and Objectives

- 3.1. The aims and objectives of PAI are;
 - 3.1.1. To promote universal respect for and protection of human rights and fundamental freedoms including the elimination of all forms of discrimination against people on the basis of their sexual orientation, gender identity and expression and including the specific provisions of the conventions and covenants specified in the Constitution of ILGA;

- 3.1.2. To work for the equality of lesbians, gay men, bisexuals, trans* people and intersex people and liberation from all forms of discrimination;
- 3.1.3. To actively support and promote community building and networking amongst groups working on sexual orientation, gender identity and expression in the African continent;
- 3.1.4. To promote the understanding of ILGA amongst PAI members and encourage communication and sharing of information;
- 3.2. To work towards these goals, PAI shall;
 - 3.2.1. Represent members at the African institutions set up under the auspices of the African Union, as well as to other bodies and organizations active in the African level;
 - 3.2.2. Offer facilities for coordination of activities and actions;
 - 3.2.3. Develop projects and undertake studies and research in various fields related to sexual orientation, gender identity and expression;
 - 3.2.4. Develop necessary networks for the exchange of information and actions with members on issues affecting lesbian, gay, bisexual, trans* and intersex persons in Africa;
 - 3.2.5. Participate in activities and projects at the global level as appropriate;
 - 3.2.6. Implementing African action programmes, whenever possible, in collaboration with other organizations. For this purpose, PAI can use various avenues which include but are not limited to any information and promotional means, organize courses, conferences, seminars and study days;
 - 3.2.7. Prioritize advocacy around issues of HIV/AIDS and health promotion, violence on the basis of sexual orientation, gender identity and expression, socio-economic wellness and the promotion of human rights;

4. Membership

- 4.1. All PAI members are organizations that are ILGA members based in Africa;
- 4.2. All members of ILGA in a region are members of the same category in PAI
- 4.3. Membership of ILGA is divided into two categories: Full members and Associate members. Individuals wishing to associate with ILGA may become Friends of ILGA;
 - 4.3.1. Full members are;
 - Non-profit organizations representing lesbians, gays, bisexuals, trans* people or intersex people, their culture or providing exclusive service to or support for them;
 - Branches of the above mentioned organizations;
 - Non-profit groups representing lesbians, gays, bisexuals, trans* people or intersex people within other organizations
 - 4.3.2. Associate members are: other organizations
- 4.4. Application for any category of membership shall be as per the procedures set out in the constitution of ILGA;
- 4.5. Admission: Applications to ILGA from Africa which are in conformity with the aims and objectives in this constitution shall be accepted by the PAI Executive Board
- 4.6. Suspension and expulsion of any member shall be as per the procedures set out in the constitution of ILGA;

- 4.7. If a member does not pay the annual membership fee within 3 months after being given notice that the fee is due, the member will not be able to exercise the rights of a member set out in this constitution until such a time as any outstanding fees have been paid;
- 4.8. Members shall at all times have the same membership status in a region as in ILGA itself;

5. The African Regional Conference

- 5.1. The highest decision making body of PAI is the African Regional Conference. It shall determine the policies of PAI within the framework set out in this Constitution;
- 5.2. The African Regional Conference shall be convened once every two years at a time and place determined during the preceding Regional Conference;
- 5.3. The Executive Board shall take steps to ensure that a Regional Conference is convened including determining a time and place as necessary, if such decision is not taken previously or the same subsequently becomes unviable for any reason;
- 5.4. The procedures for the Regional Conference shall be as set out in this Constitution and PAI Standing Orders;
- 5.5. Full members and The Executive Board may submit proposals to be dealt with at the Regional Conference in accordance with the provisions of PAI Standing Orders.
- 5.6. Full members and The Executive Board may nominate candidates for the Executive board and submit amendments to proposals in accordance with the provisions of PAI Standing Orders;
- 5.7. The Executive Board shall send, in accordance with PAI Standing Orders, to all members a preliminary agenda including proposals and accounts. The Executive Board shall also invite full members to submit amendments to proposals;
- 5.8. Prior to the Regional Conference, the Executive Board shall send, in accordance with the provisions of the Standing Orders, the final agenda, a report from the Executive Board, the budget and a list of candidates for the Executive Board to all the members;
- 5.9. The agenda for the Regional Conference shall be as stipulated in PAI Standing Orders
- 5.10. The Regional Conference shall be composed of delegations from full member organizations each carrying up to two votes according to the provisions in the PAI Standing Orders and the members of the Executive Board;
- 5.11. Other representatives of full member organizations, representatives of associate member organizations may attend the conference. The host organization and the Executive Board may invite others to take part in the conference;
- 5.12. Only delegates from full member organizations may vote at the conference;
- 5.13. The Regional Conference is facilitated by the Chairing Pool whose functions shall be set out in PAI Standing Orders;
- 5.14. Decisions of the conference are taken only by the conference plenary. The following proposals can be put forward at the plenary:
 - 5.14.1. Proposals and amendments from full members or from the Executive Board that have been submitted and circulated according to 5.7 and 5.8;
 - 5.14.2. Proposals from the Executive Board;
 - 5.14.3. Proposals from the conference, in accordance with the procedures in PAI Standing Orders;
- 5.15. Whenever possible, decisions should be taken by consensus. In the event of a vote, decisions will be made on the basis of a simple majority of votes cast for and against, with the exception of proposals for changes to the constitution stated in article ____.
- 5.16. Decisions of the conference are recorded in a registry;

- 5.17. Elections and voting shall be conducted in accordance with the rules in the PAI Standing Orders;
- 5.18. An extraordinary regional conference shall be convened by the Executive Board if:
 - 5.18.1. A regional conference decides that an extraordinary conference should be held or;
 - 5.18.2. 50% of the full members including members from at least 50% of the countries covered by PAI request such a conference in order to discuss and take action on particular issues or;
 - 5.18.3. The Executive Board considers that it is in the interest of PAI for such a conference to be held in order to discuss and take actions on particular issues;
- 5.19. The notice for such a conference shall specify the issues to be discussed. The agenda for the conference in 5.18 shall be restricted to these issues;
- 5.20. Decisions at extraordinary conferences shall only be taken if at least 50% of the full members including members from at least 50% of the countries covered by PAI are represented by delegates or by proxy.

6. The Executive Board

- 6.1. The Executive Board shall act and make decisions on behalf of PAI between the conferences and within the framework set out in this Constitution and policies laid down by Regional Conferences;
- 6.2. The Executive Board shall be composed of 10 individuals from full member organizations.
- 6.3. At least 4 of the individuals shall identify as female and 4 not identify as female.
- 6.4. The Executive Board shall have representatives from the South, East, West, North and Central regions of Africa.
- 6.5. In case of a vacancy, a replacement may be elected by the region according to PAI Standing Orders. If the region does not or cannot fill a vacancy, the Executive Board may appoint an interim member until the region or a regional caucus elects a new member.
- 6.6. The Executive Board has the following functions:
 - 6.6.1. Implementation of PAI policies;
 - 6.6.2. Representation of PAI at international organizations and set up lobbies where needed;
 - 6.6.3. Manage an administrative office;
 - 6.6.4. Submission of a report of its activities to the Regional Conference and of the regional activities to the world conference;
 - 6.6.5. Submission of a financial report to the Regional Conference including the audited accounts and the budget;
 - 6.6.6. Assigning specific areas of responsibilities to its members;
 - 6.6.7. Setting up working parties to assist it in specific areas and to mandate such working parties to act on its behalf where appropriate;
 - 6.6.8. Acting on behalf of the organization where necessary and undertake such other functions for every purpose falling within the aims and objectives of PAI.
- 6.7. The Executive Board shall set up its own order of business and determine its own timetable for meetings in order to carry out its functions;

- 6.8. The quorum shall be 50 % of Board members;
- 6.9. The decisions of the board shall be recorded in a registry;
- 6.10. The meetings of the Executive Board shall be open to one representative from every full member organization;
- 6.11. All full members are, upon request, entitled to all information about PAI and the work of the Executive Board except for confidential personal information regarding individual board members or employees;
- 6.12. The Executive Board shall serve from the end of the Conference at which it is elected until the end of the next ordinary conference.
- 6.13. The Executive Board shall have its first meeting shortly after the conference, during which it will elect two of its members as co-chairpersons of the Board;
- 6.14. One of the co-chairpersons shall identify as female;
- 6.15. The Executive board shall also elect a secretary and treasurer;
- 6.16. In case of resignations from the Executive Board affecting governance and capability of the board, an interim steering committee shall be constituted at the earliest convenience. The Steering Committee will consist of co-opted representatives to the executive Board and its functions will be to ensure continuity until the next Regional Conference. Their tasks are outlined in a Terms of Reference document;

7. Finance

- 7.1. The financial year begins on the 1st of April every year;
- 7.2. PAI may receive income from the following sources:
 - 7.2.1. Membership contributions;
 - 7.2.2. Grants
 - 7.2.3. Donations;
 - 7.2.4. Sponsorships;
 - 7.2.5. Other legally acceptable sources;
- 7.3. The Executive Board is responsible for ensuring that accurate accounts are kept by the treasurer.
- 7.4. Audited accounts and balance sheets for the previous financial year shall be presented to the Regional Conference for approval and adoption accompanied by a financial report outlining the situation of the current financial year;
- 7.5. The Executive Board shall determine and implement detailed financial regulations for the proper control of the financial resources of the organization and the keeping of accurate financial records, which shall include documentation for the audit of PAI's accounts;
- 7.6. Only members of the Executive Board and personnel mandated by the board can withdraw from PAI's bank- and giro-accounts;
- 7.7. The Regional Conference shall appoint, within the country of registration, a suitably qualified auditor who shall be independent of the executive board, unless there is a volunteer from another country;

8. Changes to the Constitution

- 8.1. Proposals for changing this constitution can only be dealt with at a Regional Conference if the proposal has been submitted and circulated;
- 8.2. Adoption of changes to the constitution shall require a majority of 75 % of the vote s cast for or against;
- 8.3. Any change to this constitution shall be published in South Africa;
- 8.4.

9. Winding Up

9.1. The decision to wind up PAI can be made at the Regional Conference

9.2. In case of winding up, assets of the organization shall go to an organization that has similar aims as PAI decided by the Regional Conference;