

1. Name

This association shall be named “The Guinean Professional Network in the United Kingdom - GuiProNet UK”. It is an unincorporated and apolitical association.

2. Objectives

2.1 Mission Statement

Our aim is to create and maintain a strong and dynamic network of Guinean professionals, entrepreneurs and talents in order to contribute towards the socio-economic development of Guinea.

2.2 Motto

Our motto is: **“unleash your full potential!”**

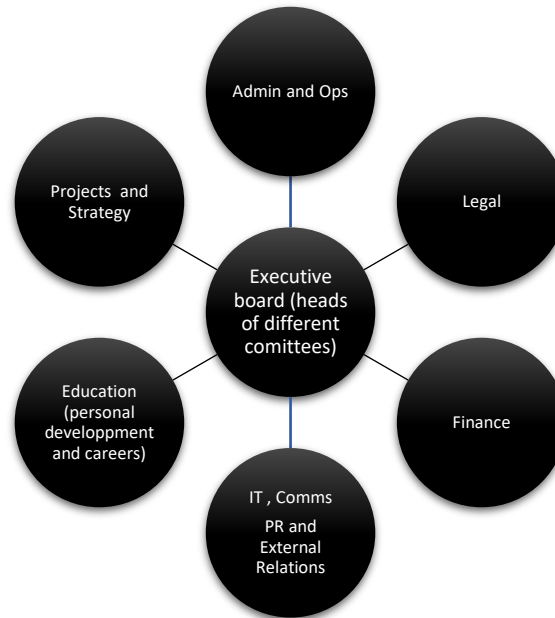
2.3 Objectives

- a. Build a network where we can learn to know each other, and build strong social bonds to further our careers/businesses through workshops, mentoring etc.
- b. Help and support young Guinean graduates in the United Kingdom of Great Britain and Northern Ireland with counsels, job placements, internship, recommendations, mentoring etc. to facilitate their employability.
- c. Promote and support education and entrepreneurship within the Guinean diaspora and in Guinea.
- d. In the medium to long term, set up a scholarship fund to help bright but disadvantaged high school students in Guinea to come and study in the UK.
- e. Help build links between Guinean and UK universities to improve academic research and cooperation, beneficial to both countries.
- f. In the medium to long term, set up a UK-Guinea business council aiming to foster trade between our two countries.
- g. Wherever possible, promote objectively a positive image of Guinea in the UK and vice-versa.
- h. Help Guinea or UK based companies and/or companies looking to invest in either country in providing expert knowledge of the local market (SWOT analysis, tariffs and non-tariff barriers, legal structure, etc.)

3. Governance Structure

GuiProNet UK has a flat governance structure where consensual decision-making following frank, respectful and objective discussions are strongly encouraged. However, for operational purposes, a chairperson and vice-chairperson shall be appointed on a twenty-four (24) months rotational basis. The diagram below represents the committees which constitute the Executive Board (EB). Membership to each committee is open to all EB members, who are allowed to belong to a maximum of two committees at any given time.

To give EB members the opportunity to gain a broad experience across the organisation, a committee membership rotation shall take place every twenty-four (24) months.



Finance Committee: responsible for the financial activities

Administration Committee: responsible for day to day activities

Legal Committee: responsible for managing all legal aspects.

Project and Strategy Committee: initiates and coordinates all projects

Communication and IT Committee: responsible for internal and external communication including managing IT aspects

Education Committee: deals with members personal development and careers

4. Membership

The list of the founding members of GuiProNet UK is accessible on:

<https://www.guipronetuk.co.uk/founders>. These members are de facto Executive Board of GuiProNet UK responsible for the oversight and the strategic direction of the organisation.

However, GuiProNet UK always welcome new members who meet the criteria thereof. A list of all members will be kept by the Administration Committee.

4.1 Eligibility

Membership is open to any professional, entrepreneur, talent, new graduate or student; who has any of the following links to both Guinea and the UK:

- Cultural heritage, family, citizenship, residency, professional or educational experience;
- Is fluent in English, French or both;

- Holds at least a bachelor's degree in any discipline from any recognised university (students enrolled in a course are exempted);
- Has a minimum of one (1) year of verifiable professional or entrepreneurship experience (students and new graduates are exempted);
- Legally reside in Guinea, the UK or any other country;
- Is 18 years or older (There is no upper age limit);
- And who is of a good character (Honest, reliable, good conduct).

4.2 Membership values/benefits/fees

Members are expected to always:

- Comply with GuiProNet UK values (see point 4.5.2) of honesty, fairness, integrity, respect, professionalism and creativity, and pay their annual membership fees on time;
- Support the aims and objectives of GuiProNet UK and actively contribute to its activities.

Members will benefit from:

- A wide range of career and business advice from qualified professionals and entrepreneurs;
- The opportunity to contribute to impactful social enterprises and educational projects in Guinea and the UK through their ideas and annual contributions;
- Support and guidance in finding career opportunities in Guinea and the UK;
- Belonging to a friendly, dynamic, positive, innovative and forward-looking professional network;
- Having their ideas, projects and businesses promoted by experts in Guinea and the UK;
- The opportunity to coach and being coached.

Annual fees:

The annual fees are £50 for professionals, talents and entrepreneurs and £10 for unemployed graduates and students.

Membership will begin as soon as the membership form and first annual payment have been received. Currently the membership fee is set at £50 per annum per member and is subject to review at the Annual General Meeting (AGM).

Note: The fees cover the operations and administrative cost of GuiProNet UK, and educational and social projects in Guinea and the UK. Fees are subject to annual review at the AGM and non-refundable under no circumstance.

4.3 Affiliate membership

Affiliates are aspiring members: university students, graduates (within 2 years of graduation), others who do not meet membership criteria. Affiliate membership is set at £10 per year. Students and unemployed are exempt from this fee.

4.4 Joining process

Prospective members should request the membership application by emailing GuiProNet UK at contact@guipronetuk.co.uk. Once received, they should fill in all the information required and email it back to the same email address with any additional document required. GuiProNet UK administration team would then examine the application and inform the applicant of the outcome within four (4) weeks,

Once an application has been approved, the new member will be expected to pay upfront at least a quarter (1/4) of their annual membership fees within the following five (5) working days. Their membership will be effective immediately afterwards.

4.5 Ceasing to be a member

- Members may resign at any time in writing to the Administration Committee. The resignation shall be effective seven (7) days from the receipt of the resignation letter by the Administration Committee. There is a three (3) months cooling off period for members who voluntarily resign to re-join if they wish. Any member who has not paid their membership fees for one year will be contacted by the Finance committee, who will then decide whether that member is deemed to have resigned.
- Any offensive behaviour, including racist, sexist or inflammatory remarks, will not be permitted. Anyone behaving in an offensive way or breaking the equal opportunities policy may be asked not to attend meetings or participate in GuiProNet UK activities, be suspended or expelled from the association if an apology is not given or the behaviour is repeated. The individual concerned shall have the right to be heard by the EB, accompanied by a friend, before a final decision is made.
- Expelled members who express the wish to re-join will have their request examined by a special disciplinary panel, and will only be allowed to re-join at the 6th month of their request to re-join being received by GuiProNet UK disciplinary panel (made of various committees of GuiProNet UK). The opportunity to re-join after expulsion shall only be given once.

5. Equality and diversity statement

GuiProNet UK does not discriminate on the grounds of gender, race, ethnic or national origin, sexuality, disability, religious or political belief, marital status or age. GuiProNet UK is committed to providing an environment of mutual respect and support for all of its members and staff.

6. Committees

The business of the association will be carried out by Committees referred to on section 3. The Committees will meet as necessary and not less than four times a year. Each committee shall have at least three 3 members .

The Committee meetings will be open to any member of GuiProNet UK Association wishing to attend, who may speak but not vote unless they are a member of that committee.

7. Meetings

7.1. Annual General Meeting - AGM

A general meeting will be organised annually within twelve (12) months of the previous AGM; or within fifteen months of the previous AGM under exceptional circumstances. AGMs are to be chaired by the chairperson or their deputy.

The organisation of AGMs is the responsibility of the Administration committee; however, all members of the different committees are highly recommended to remain committed to the successful organisation of AGMs.

All GuiProNet UK members and affiliates will be notified via the official platforms of the association (WhatsApp, LinkedIn, Slack...) of AGMs at least three weeks before the meeting date; with details of the venue and time of the meeting.

The decision of selecting a venue for the AGM will be made following a consultation with all members of GuiProNet UK.

The main points of the agenda of the AGM will be drafted and communicated to the members and the affiliates at least one week before the meeting date.

It is highly recommended that all members and affiliates attend the Annual General Meetings and be punctual. As for members of different committees, it is highly recommended they inform the association in the eventuality of being unable to attend an AGM.

Should members be prevented from attending an AGM, they may have the possibility to attend virtually and to vote by proxy (if technically possible).

For an AGM to be confirmed and subsequently held, at least 60% of the committees' membership have to confirm their attendance via GuiProNet UK's communication platforms.

During the AGM, each committee will present a report of their activities of the previous year and present a plan of the year ahead.

7.2 General Meeting - GM

A general meeting will be organised quarterly, where all members and affiliates will be convened to attend. GMs are to be chaired by a Committee's member designated by the association prior to the date of the meeting.

The organisation of GMs is the responsibility of the Administration committee; however, all members of the different committees are highly recommended to remain committed to the successful organisation of GMs.

For a GM to be confirmed and subsequently held, at least 50% of the committees' membership have to confirm their attendance via GuiProNet UK's communication platforms.

7.3 Committee Meetings

Committee meetings are held on an ad hoc basis.

8. Rules of Procedure for meetings

All questions that arise at any meeting will be discussed openly and the meeting will seek to find general agreement that everyone present can agree to.

If a consensus cannot be reached a vote will be taken and a decision will be made by a simple majority of members present. If the number of votes cast on each side is equal, the chair of the meeting shall have an additional casting vote.

9. Finances

A bank account is managed on behalf of the GuiProNetUK by the finance committee. All financial transactions shall be signed or approved by at least three (3) members nominated by the finance committee. Signatories must not be related nor members of the same household.

Records of income and expenditure will be maintained by the Treasurer and a financial statement given at each meeting.

9.1 Bank account, signatories and budget are defined as per below

a. Bank Account

GuiProNetUK's bank account is used for receipts and payments on behalf of the organisation. The account is managed by the finance committee which is responsible of safeguarding the organisation financial assets, preventing fraud and keeping records in accordance with relevant legislations.

b. Signatories

GuiProNetUK's account must have at least three signatories and each transaction must be authorised by at least three signatories. The signatories are nominated by the Finance committee. Under exceptional circumstances, the finance committee may allow two signatories for a specific transaction. However, the usual procedure will require three signatories as per above.

c. Budget

In order to reduce the risk of financial jeopardy, each committee will submit some annual planned activities, then the finance team will draft an annual budget which is presented to GuiProNetUK AGM for formal review and approval. The budget is reviewed annually, this is to make sure that financial expenditures are relevant. For sound financial management, each committee will hold a signed copy of the budget.

9.2 Cheque payments

All cheque payments must be authorised according to the association's finance policy and signed by at least three signatories.

9.3 Online payment

The entire finance committee must be informed (via email) before proceeding any online payment and it must be approved by at least three signatories. Any online payment without the approval of the three signatories will be subject to disciplinary action.

9.4 Card and Cash payment

A requisition note/ expense request form will be signed and recorded by the finance team. All card and cash transaction must be used only for GuiProNetUK activities.

9.5 Income

Income will be raised through membership fees, fundraising, grants etc.

All income raised on behalf of GuiProNet UK should be recorded accurately and all bank accounts must be reconciled. All fundraising and grant activities undertaken on behalf of GuiProNet UK will be done in the name of the organisation with the approval of the relevant committees.

9.6 Expenditure

All money raised by or on behalf of GuiProNet UK shall only be used to further the aims of the association, as specified in Section 2 of this constitution.

9.7 Year end

It is in the obligation of the finance team to provide a year-end financial report. An approved financial statement (income/expenditure) is presented at the Annual General Meeting.

10. Amendments to the Constitution

Amendments to the constitution may only be made at the Annual General Meeting or a Special General Meeting.

Any proposal to amend the constitution must be made to the Executive Board (EB) in writing. The proposal must then be circulated with the notice of meeting.

Any proposal to amend the constitution will require two thirds (2/3) majority of those present and entitled to vote.

11. Dissolution

If two third majority (2/3) of members decide to dissolve GuiProNet UK, a Special General Meeting shall be convened for that purpose. The sole business of that GM meeting will be to dissolve the association.

If it is agreed to dissolve the association, all remaining money and other assets, once outstanding debts have been paid, will be donated to a Guinean school . The school will be chosen at the meeting which agrees the dissolution of the association.

This constitution was agreed at the Inaugural General Meeting of GuiProNet UK on:

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

Name and position in association

Signed

Name and position in association

Signed