

# THE CONSTITUTION OF NEXACARE CENTRE FOR DIGITAL HEALTH AND COMMUNITY WELLBEING

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## **PREAMBLE**

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We, the members of NEXACARE CENTRE FOR DIGITAL HEALTH AND COMMUNITY WELLBEING a not for-profit and non-political organisation do firmly and solemnly resolve to provide for ourselves a constitution and to be governed by the provisions therein contained.

## **ARTICLE 1: NAME**

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The name of the Association is NEXACARE CENTRE FOR DIGITAL HEALTH AND COMMUNITY WELLBEING

## **ARTICLE 2: ADDRESS**

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The address of the Association shall be : PLOT 5&6 LINK 1, YUS-ABU ESTATE, ALONG YAN SHANA-MARIRI ROAD -CLOSE TO DANGWARO MARKET, UNGUWAR RIMI, KANO STATE, NIGERIA

## **ARTICLE 3: AIMS AND OBJECTIVES**

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SN	THE AIMS AND OBJECTIVES OF THE ASSOCIATION ARE:
1	TO ENHANCE ACCESS TO QUALITY PRIMARY HEALTHCARE AND HEALTH EDUCATION FOR UNDERSERVED POPULATIONS.
2	TO PROMOTE DIGITAL LITERACY IN HEALTH THROUGH THE USE OF TELEMEDICINE, MOBILE HEALTH TOOLS, AND TECHNOLOGY-DRIVEN AWARENESS INITIATIVES.



3	TO TRAIN AND BUILD THE CAPACITY OF COMMUNITY HEALTH WORKERS, CAREGIVERS, AND RELEVANT STAKEHOLDERS IN SUPPORT OF IMPROVED HEALTH OUTCOMES.
4	TO DEVELOP AND IMPLEMENT SUSTAINABLE COMMUNITY HEALTH PROGRAMS FOCUSED ON DISEASE PREVENTION, MATERNAL AND CHILD HEALTH, AND NUTRITION.
5	TO COLLABORATE WITH GOVERNMENT AGENCIES, NON-GOVERNMENTAL ORGANIZATIONS, AND DEVELOPMENT PARTNERS IN ADVANCING PUBLIC HEALTH INTERVENTIONS.
6	TO ADVOCATE FOR INCLUSIVE HEALTH POLICIES THAT PROMOTE HEALTH EQUITY AND DIGITAL INCLUSION.
7	TO ESTABLISH COMMUNITY-BASED DIGITAL RESOURCE HUBS TO IMPROVE ACCESS TO HEALTH INFORMATION AND SERVICES.
8	TO SUPPORT DATA-DRIVEN PUBLIC HEALTH INITIATIVES STRICTLY FOR THE PURPOSE OF PROGRAM DEVELOPMENT AND THE IMPROVEMENT OF COMMUNITY HEALTH OUTCOMES, AND NOT FOR PROFIT.

#### **ARTICLE 4: TRUSTEES**

- A. The Trustees of NEXACARE CENTRE FOR DIGITAL HEALTH AND COMMUNITY WELLBEING for the purpose of the Companies and Allied Matters Act CAP C20 LFN 2004, shall be elected at a General Meeting charged with responsibility of selecting the Trustees with 2/3 majority votes of members present.
- B. Such Trustees (Hereinafter referred to as, “The Trustees”) shall not be less than 2 and more than 15 in number.
- C. A Trustee may hold office for 5 years but shall cease to hold office if he:
1. Resigns his office
  2. Ceases to be a member of the registered Trustees of the body.
  3. Becomes insane
  4. Is officially declared bankrupt
  5. Is convicted of a criminal offence involving dishonesty by a Court of competent jurisdiction
  6. Is recommended for removal from office by a board of Governors and Trustees majority vote of members present at any General Meeting of the body
  7. Ceases to reside in Nigeria



D. Upon a vacancy occurring in the number of Trustees a General Meeting will be held to appoint another eligible member of the Association.

## **ARTICLE 5: COMMON SEAL**

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A. The Trustees shall have a Common seal.

B. Such seal will be kept in the custody of the SECRETARY who shall produce it when required for use by the Trustees.

C. All documents to be executed by the Trustees shall be signed by such number of them and sealed with the Common seal.

## **ARTICLE 6: MEETINGS**

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For effective administration of the Association, there shall be the following meetings

<b>SN</b>	<b>MEETING NAME</b>	<b>MEETING QUORUM</b>
1	AN ANNUAL GENERAL MEETING OF THE FOUNDING MEMBERS OF THE NEXACARE CENTRE FOR DIGITAL HEALTH AND COMMUNITY WELLBEING WAS HELD ON 12TH SEPTEMBER 2025 AT PLOT 5 & 6 LINK 1, YUS-ABU ESTATE, ALONG YAN SHANA–MARIRI ROAD, CLOSE TO DANGWARO MARKET, KUMBOTSO LGA, KANO STATE. THE MEMBERS RESOLVED TO ADOPT THE CENTRE’S CONSTITUTION, APPOINT TRUSTEES, AND PROCEED WITH REGISTRATION AS AN INCORPORATED TRUSTEE UNDER PART F OF THE COMPANIES AND ALLIED MATTERS ACT (CAMA) 2020 WITH THE CORPORATE AFFAIRS COMMISSION.	Fifty percent (50%) of the total membership shall form a quorum for the conduct of valid meetings.

## **ARTICLE 7: GOVERNING BODY**

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THE GOVERNING BODY OF THE ASSOCIATION SHALL BE THE BOARD OF TRUSTEES, WHO SHALL BE RESPONSIBLE FOR THE OVERALL POLICY DIRECTION, MANAGEMENT, AND ADMINISTRATION OF THE ASSOCIATION.

## **ARTICLE 8: SOURCES OF INCOME**

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The sources of income for the Association shall include:

1. MEMBERSHIP SUBSCRIPTIONS AND VOLUNTARY CONTRIBUTIONS: FUNDS GENERATED FROM DUES AND VOLUNTARY SUPPORT FROM MEMBERS OF THE ASSOCIATION.



2. DONATIONS AND GRANTS: FINANCIAL AND MATERIAL SUPPORT FROM INDIVIDUALS, DEVELOPMENT PARTNERS, NGOS, GOVERNMENT AGENCIES, AND OTHER INSTITUTIONS.
3. SPONSORSHIPS AND PARTNERSHIPS: SUPPORT RECEIVED FROM ORGANIZATIONS FOR THE IMPLEMENTATION OF COMMUNITY HEALTH PROGRAMS AND INITIATIVES ALIGNED WITH THE OBJECTIVES OF THE ASSOCIATION.
4. TRAINING AND CAPACITY-BUILDING SUPPORT: COST-RECOVERY CONTRIBUTIONS FROM WORKSHOPS, SEMINARS, AND PUBLIC HEALTH TRAINING PROGRAMS ORGANIZED TO ADVANCE THE OBJECTIVES OF THE ASSOCIATION.
5. FUNDRAISING ACTIVITIES: PROCEEDS FROM ORGANIZED FUNDRAISING CAMPAIGNS, OUTREACH PROGRAMS, AND CHARITABLE EVENTS CARRIED OUT TO SUPPORT THE ACTIVITIES OF THE ASSOCIATION.

## **ARTICLE 9: DISBURSEMENT AND APPLICATION OF FUNDS**

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ALL FUNDS OF THE ASSOCIATION SHALL BE APPLIED SOLELY TOWARDS THE PROMOTION OF THE AIMS AND OBJECTIVES OF THE ASSOCIATION, AND NO PORTION THEREOF SHALL BE PAID OR TRANSFERRED DIRECTLY OR INDIRECTLY TO ANY MEMBER OR TRUSTEE, EXCEPT AS REIMBURSEMENT FOR EXPENSES PROPERLY INCURRED ON BEHALF OF THE ASSOCIATION.

## **ARTICLE 10: KEEPING ACCOUNT**

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PROPER BOOKS OF ACCOUNTS SHALL BE KEPT BY THE ASSOCIATION AND SHALL BE MADE AVAILABLE FOR INSPECTION BY MEMBERS AND RELEVANT AUTHORITIES. THE ACCOUNTS SHALL BE AUDITED ANNUALLY BY A QUALIFIED AUDITOR APPOINTED AT THE ANNUAL GENERAL MEETING.

## **ARTICLE 11: APPOINTMENT OF AUDITOR(S)**

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1. Independent qualified and licenced Auditors shall be appointed by the general meeting to audit the financial records of the Association annually and submit an audited report to the Annual General Meeting of the Association.
2. The audited financial statements (balance sheet and income and expenditure account) duly certified by independent auditors shall be annexed to the annual returns and file with the Corporate Affairs Commission.

## **ARTICLE 12: AMENDMENT OF CONSTITUTION**

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The Association may alter the provision of its Constitution at a General meeting by a resolution passed by a simple majority of its members and approved by the Commission.



