



GHANA RED CROSS SOCIETY

GOVERNANCE ORIENTATION

WORKSHOP REPORT



WORKSHOP HELD ON THE 11TH - 13TH DECEMBER 2024
AT MIKLIN HOTEL ACCRA

1. Introduction

The Ghana Red Cross Society (GRCS) successfully conducted an induction course for its Governance Board (GB). This workshop was designed to strengthen the capacity of the elected leadership of the GRCS, ensuring that they are well-equipped to align with the transformative agenda of the National Society (NS) commenced in 2023, govern the organization efficiently and effectively. This report outlines the methodology used, key outcomes achieved, and the significant contributions made toward enhancing the governance and operational capacity of the GRCS.

Overall, the course was designed to align governance members with the Movement's values, enhance leadership, and improve the ability to guide and support the organization in fulfilling



its humanitarian objectives; establish a comprehensive governance framework to guide decision-making processes and operations; and formulate a set of ethical guidelines for governance to ensure transparency, accountability, and adherence to the fundamental principles of the Red Cross Movement and; facilitate the completion of the new constitution that reflects the evolving needs of the National Society while aligning with the principles of the global Red Cross Movement. Review relevant policies, staff regulations, conditions of service and organogram.

2. Workshop Outcomes

Overall, the course was designed to align governance members with the Movement's values, enhance leadership, and improve the ability to guide and support the organization in fulfilling its humanitarian objectives; establish a comprehensive governance framework to guide decision-making processes and operations; and formulate a set of ethical guidelines for governance to ensure transparency, accountability, and adherence to the fundamental principles of the Red Cross Movement and; facilitate the completion of the new constitution that reflects the evolving needs of the National Society while aligning with the principles of the global Red Cross Movement. Review relevant policies, staff regulations, conditions of service and organogram.

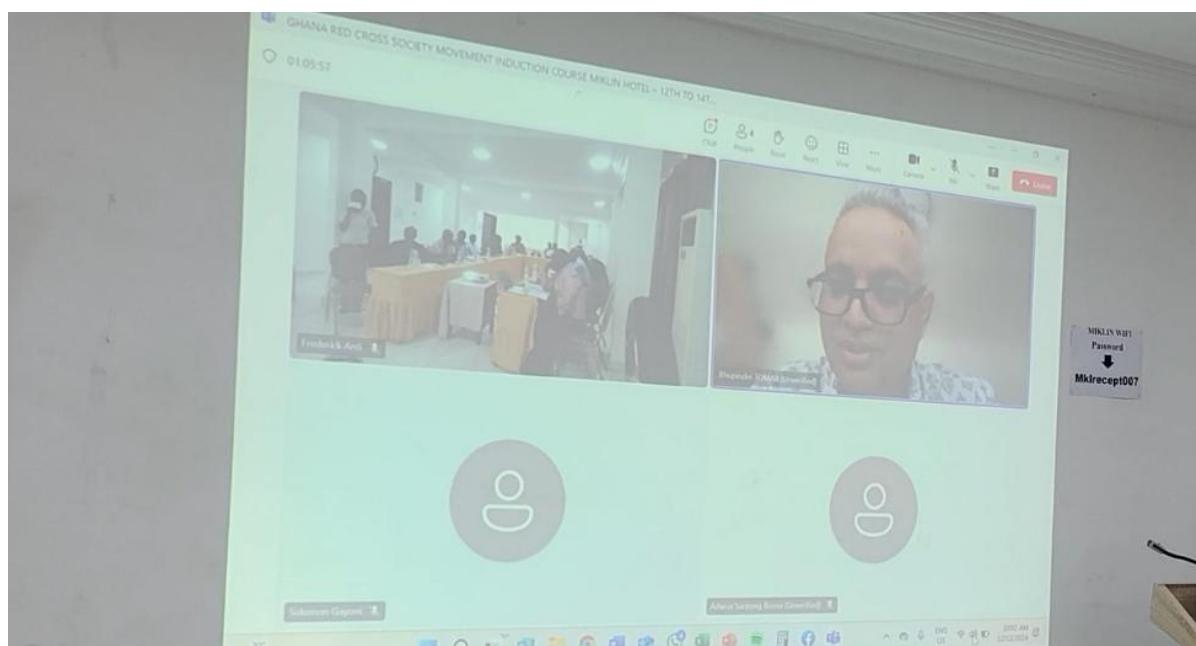
Introduction to the Red Cross Movement

The workshop began with a deep dive into the International Red Cross and Red Crescent Movement, ensuring participants understood the integral roles played by the International Committee of the Red Cross (ICRC), the International Federation of Red Cross and Red Crescent Societies (IFRC), and National Societies (NS).

Participants were introduced to the Fundamental Principles of the Movement, focusing on their application in governance and daily operations within the GRCS.

Enhanced Governance Capacity

One of the central goals of the workshop was to clarify the roles and responsibilities of board members. Participants were able to understand their duties within the organization after going



through a detailed orientation on the GRCS' mission, strategic goals, and legal framework. The session included a review of sound decision-making practices and ethical management techniques, while also linking the GRCS' mission to the global Sustainable Development Goals (SDGs), particularly through the Movement's Agenda 2030.

Improved Decision-Making

The workshop incorporated case studies (Annexes 1, 2, 3) that allowed participants to analyse complex scenarios. These activities emphasized the importance of informed decision-making and offered tools for strategic analysis, risk assessment, and impact evaluation. This aspect of the workshop ensured that participants were prepared to approach their roles with a clear, analytical mindset that supports the GRCS' long-term goals.

Strengthened Leadership

The workshop included sessions on leadership challenges within the sector to establish that effective leadership is crucial within any humanitarian organization. Topics such as stakeholder management, emotional intelligence, conflict resolution, and effective communication were covered in depth. These discussions helped participants reflect on their

personal leadership styles and how to navigate the complexities of managing a diverse, large-scale organization.

Compliance and Risk Management

A key outcome of the workshop was equipping the board members with the tools and knowledge to manage financial, operational, and legal compliance effectively. This included understanding the GRCS' regulatory obligations and gaining insights into risk management



strategies. Additionally, safeguarding policies and procedures were introduced to ensure the protection of beneficiaries and volunteers, which is a core aspect of maintaining the integrity of the GRCS' operations.

New Governance Policy Development

One of the significant achievements of the workshop was the finalization of an updated Constitution for the GRCS (annex 4). Through collaborative efforts, the participants determined a new governance and management structure, that formed the basis for developing an updated organogram for the organization (Annex 5). The Constitution was finalized under the leadership of the Honorary Legal Advisor and readied to be submitted to the Joint Statutes Commission of the Movement. The Organogram was however adopted as final and operational. Significant to note with the Organogram was the elevation of the Youth and Mothers' Club units of the GRCS to Departmental level, i.e. the National Youth Coordinator and the National Mothers' Club Coordinator were considered as heads of departments. Another significant review was the change of Management Committee in the old constitution to Governing Board in the new Constitution.

3. Workshop Methodology and Structure

The workshop's approach blended several interactive and engaging methodologies to ensure that participants gained both theoretical knowledge and practical skills. The three-day course included:

- Presentations delivered by experienced facilitators to provide foundational knowledge of governance and the Red Cross Movement.
- Group Discussions to share perspectives, discuss real-world challenges, and come up with collaborative solutions.
- Real-life Case Studies were analysed to allow participants to apply their learning to practical, complex situations.
- Departmental heads presented their progress reports, providing board members with an overview of the GRCS' current operations and challenges.

Some of the key topics covered included governance structures, leadership excellence, financial oversight, legal responsibilities, risk management, and strategic decision-making. These discussions were designed to help participants understand their roles in ensuring the long-term success of the organization.

4. Facilitators



The workshop benefitted from the expertise of several high-profile facilitators and guest speakers, who shared their knowledge and insights with the participants. These included:

- Vice President for Africa Region, IFRC (Virtual) Chief Bolaji Anani
- Representative from ICRC (Virtual) Jorge Adan Munoz
- Staff from ICRC (in-person, co-moderator) Edmond Yapo
- Representative from IFRC (Virtual) Bhupinder Tomar
- Representative from IFRC (in-person) Noor Pwani
- The National Hon. Legal Advisor of the GRCS (in-person) Solomon Gyesei ESQ
- The National Hon. Treasurer of the GRCS (in-person) John Kwame Fosu
- Internal Auditor (in-person) Kwadzo Tettegah

- Two former Regional Managers, who served as resource persons for the event, sharing their historic experience with the participants.

Their diverse backgrounds and expertise contributed to the success of the workshop, ensuring a well-rounded and enriching learning experience for all attendees.

- Lead Moderator - National Society Development Officer - Frederick Adu Anti

5. Participants

The workshop targeted the National Governance Board Members of the GRCS. The participants who attended included:

- Elected National Board Members (President, Legal Advisor, Treasurer, Health Advisor, Public Relations Advisor, 3 Council Members, Secretary General): These members formed the core group of participants, each of whom plays a vital role in the governance of the GRCS.
- National Mothers' Club Facilitator: This individual contributed valuable insights from the perspective of community-based leadership and volunteerism.
- The National Youth President was out of the country and communicated same to the President to inform the group.

The targeted nature of the workshop ensured that the training was relevant and applicable to the specific roles of the attendees.



6. Sustainability Plan Implementation

One of the key outcomes of the workshop was the long-term sustainability it promotes for the GRCS. The induction course contributed to the organization's ongoing success by equipping board members with the tools to lead effectively. Board members were encouraged to share the knowledge gained with leadership at the regional and district levels, thereby creating a ripple effect that strengthens the organization at every level.

The newly developed governance constitution and organogram will serve as critical documents in promoting a more organized and efficient GRCS. As these tools are

implemented, they will help streamline the GRCS' legal and operational wellbeing and enhance the organization's overall capacity.

7. Conclusion

The Minimic was a critical event for enhancing the leadership and governance capacity of the organization. By providing in-depth training on governance, risk management, strategic decision-making, and compliance, the workshop ensured that board members were well-prepared to guide the GRCS in fulfilling its humanitarian mission. The development of a new governance policy and organogram, along with the newly acquired knowledge and skills, positions the GRCS for greater transparency, accountability, and impact in its operations. The participants left the workshop with a deeper understanding of their roles and the tools required to execute them effectively, ensuring the long-term success of the Ghana Red Cross Society.



Annexes:

Annex 1 - Case Study One

The people of Badian (an imaginary country) went to the polls and elected a new government. Certain influential individuals within the current Badian National Red Cross Society (BNRCS) administration and their cohorts are leveraging their affiliations with the new government to alter the leadership and authority of the BNRCS. One of such people, a Regional Chairman of the new ruling party has incited thugs to forcibly shut down the Regional offices, demanding the removal of the Regional Manager and the appointment of a party loyalist in their place. The Government is not directly involved in this matter.

1. What name can best describe the scenario?
2. What gaps or weaknesses exist within the BNRCS that allowed a situation like this to occur?
3. What immediate actions should be taken to address the situation, and who is responsible for implementing them?
4. What proactive measures could have been taken to prevent such a situation from arising?
5. What role or support should the ICRC and/or the IFRC play or offer in addressing or mitigating such a situation

Annex 2 - Case Study two

The Badian National Red Cross Society (BNRCS) recently faced a significant integrity crisis that severely damaged its reputation among the general public and strained its relationships with key stakeholders, including the IFRC, ICRC, PNSs, and the government. In response, the new leadership of the BNRCS implemented decisive measures to address the specific issues and embarked on a comprehensive plan to restore its image. These efforts proved largely successful, leading to renewed confidence from the government, Movement partners, and the public.

Building on this success, the leadership has outlined an ambitious agenda to transform the BNRCS across all sectors. However, in their vigilance, they have uncovered another issue of concern, involving integrity, that requires immediate attention. While management is confident in its ability to resolve this issue, they acknowledge that the in-depth assessments or audits necessary to proceed might reveal additional challenges, potentially undoing the progress made and tarnishing the BNRCS's image once again.

The leadership now faces a critical decision: to confront the issue head-on, risking a setback in public perception but prioritizing the restoration of integrity, or to remain silent to preserve the organization's current positive image, albeit at the cost of its ethical foundations.

1. What would be the best approach for management to address this issue effectively while balancing the risks to the BNRCS's image and integrity?
2. Should the GRCS inform its Movement partners about the situation? Why or why not?
3. What support or role should the IFRC and ICRC provide to assist the BNRCS in navigating this challenge?

Annex 3 - Case Study Three

The Badian National Red Cross Society (BNRCS) is grappling with a longstanding issue concerning the interface between governance and management. The situation arose when branch administrators spearheaded the recruitment of volunteers who were subsequently elected as branch governance members during Annual General Meetings (AGMs). These branch governance members then formed the electorate for the General Assembly, responsible for electing the National President and the broader board and council.

During the election campaign, the national executive candidates sought the support of branch administrators to persuade branch executives to vote for them. Following their election, the national executives now feel indebted to or subordinate to the branch administrators. Similarly, the Secretary General, tasked with overseeing the branch administrators, feels undermined in his authority because the branch administrators effectively elected his superiors (the board) who are indebted to the branch administrators. This dynamic has eroded the Secretary General's ability to assert authority over his staff, further complicating management operations.

1. Identify the underlying root causes of the governance and management challenges within the BNRCS
2. What immediate measures can the BNRCS take to address and resolve the current confusion?
3. What long-term strategies should the BNRCS implement to prevent the recurrence and perpetuation of this situation?



CONSTITUTION

GHANA RED CROSS SOCIETY

NEW (DRAFT) CONSTITUTION

ARRANGEMENT OF ARTICLES

CHAPTER ONE

1. Fundamental Principles of the Red Cross and Red Crescent Movement
2. Headquarters
3. The Aims and Objectives of the Society
4. Functions of the Society
5. Membership of the Society
6. Patrons of the Society

CHAPTER TWO: ADMINISTRATION OF THE SOCIETY

7. General Assembly
8. Nomination and Credential Commission
9. Governing Board and Central Council
10. Governing Board
11. Regional Committees/Memberships
12. Functions of a Regional Committee
13. Meetings of the Regional Committee
14. Annual General Meeting of the Region
15. District Committee
16. Meetings of the District Committee
17. Annual General Meeting of the District Committee
18. Chapters and Mothers' Clubs
19. Employees of the Society
20. Offices of the Society
21. Finance
22. Regional Estimates and Expenditures

CHAPTER THREE: MISCELLANEOUS

23. Accounts and Audit
24. Land and other Property
25. Red Cross Emblem
26. Relation with Government and other Organizations
27. Appeals for Fund and other Publicity
28. Fundraising Activities
29. Bank Accounts
30. Investment of Funds
31. Expenditure of Funds
32. Regulations
33. Vacancies in Committees
34. Amendments of Constitution
35. Interpretation

GHANA RED CROSS SOCIETY CONSTITUTION

WHEREAS the **Ghana Red Cross Society** (hereinafter referred to as “the Society”) was established by the Ghana Red Cross Society Act 1958 (No. 10 of 1958).

WHEREAS The Society acts under its own Constitution with all the rights and obligations of a corporate body with legal personality.

WHEREAS the Society exists as a purely voluntary non-political, non-governmental, non-sectarian organization, to anticipate, diminish and relieve the misery produced by disease and calamity in a systematic approach.

WHEREAS we are committed to protecting human dignity and to improving the lives of vulnerable people by mobilizing the power of humanity.

WHEREAS we carry out our humanitarian activities in conformity with the Fundamental Principles of the International Red Cross and Red Crescent Movement: Humanity, Impartiality, Neutrality, Independence, Voluntary service, Unity and Universality.

WHEREAS we work as auxiliaries to our public authorities in the humanitarian field to alleviate human suffering.

WHEREAS we are united with all recognized National Societies in the world under an international body, named the “International Federation of Red Cross and Red Crescent Societies”, (hereinafter referred to as the IFRC) whose general aim is to inspire, encourage, facilitate and promote at all times all forms of humanitarian activities

AND WHEREAS it is the desire of the GRCS to revise its existing constitution for the purpose of providing for itself a fuller and clearer constitution:

NOW THEREFORE with these objectives in mind, we hereby set out the constitutional provisions of the GRCS and the related rights and duties by which we agree to abide.

CHAPTER ONE

1. FUNDAMENTAL PRINCIPLES AND OBJECTIVES OF THE GHANA RED CROSS SOCIETY

(1) The Ghana Red Cross Society shall continue to be governed by the Fundamental Principles of the International Red Cross and Red Crescent Movement namely: -

- (a) **Humanity** - The International Red Cross and Red Crescent Movement born of a desire to bring assistance without discrimination to the wounded on the battlefield, endeavours in its international and national capacity, to prevent and alleviate human suffering wherever it may be found. Its purpose is to protect life and health and to ensure respect for the human being. It promotes natural understanding, friendship, cooperation, and lasting peace among all people.

- (b) **Impartiality** - It makes no discrimination as to nationality, race, religious beliefs, class or political opinions. It endeavors to relieve the suffering of individuals, being guided solely by their needs, and to give priority to the most urgent cases of distress.
 - (c) **Neutrality** - In order to continue to enjoy the confidence of all, the Movement may not take sides in hostilities or engage at any time in controversies of a political, racial, religious or ideological nature.
 - (d) **Independence** - The Movement is independent. The National Societies, while auxiliaries in the humanitarian services of their government and subject to the laws of their respective countries, must always maintain their autonomy so that they may be able at all times to act in accordance with the Principles of the Movement.
 - (e) **Voluntary Service** - It is a voluntary relief movement not prompted in any manner by desire for gain
 - (f) **Unity** - There can be only one Red Cross or one Red Crescent Society in any country. It must carry on its humanitarian work throughout its territory.
 - (g) **Universality** - The International Red Cross and Red Crescent Movement, in which all Societies have equal status and share equal responsibilities and duties in helping each other, is worldwide.
- (2) The GRCS operates as auxiliary to the government in its humanitarian activities in accordance with the conventions of the Movement within Ghana.
 - (3) The Society's auxiliary role shall be as embodied in the International Humanitarian Law such as the Geneva Convention 1, 1949, Article 26 and Statute of the Movement (Articles 3 (1) and 4 (3)).
 - (4) The Society shall continue to maintain its autonomy to allow for its unbridled performance in accordance with the fundamental principles.

2. HEADQUARTERS

Unless otherwise decided by the General Assembly of the Ghana Red Cross Society, the headquarters of the Ghana Red Cross Society is in Accra, Ghana.

3. THE AIMS AND OBJECTIVES OF THE SOCIETY

- (1) The Society joins all members of the International Red Cross and Red Crescent Movement to inspire, encourage, facilitate, and promote at all times all forms of humanitarian activities with a view to preventing and alleviating human suffering and thereby contributing to the maintenance and promotion of human dignity and peace in the world.
- (2) The objects of the Society shall continue to be:-
 - (a) to volunteer and provide humanitarian assistance in times of war, both civil and military, in accordance with the spirit and conditions as enshrined in the Geneva Conventions.

- (b) to perform the functions devolving upon Red Cross Society of a nation the Government of which has acceded to the Geneva Conventions.
 - (c) to carry out and assist, in times of peace or war, the promotion of health, the prevention of disease and the relief of suffering throughout the world.
- (3) The performance of any function for the achievement of objectives of the Society shall be without discrimination based on race, place of origin, political opinions, colour, creed or sex.

4. FUNCTIONS OF THE SOCIETY

- (1) In promoting the aims and objectives of the Society, it shall be the duty of the Society
- (a) to train personnel and maintain a permanent organization with the function of relieving sickness, suffering and distress especially among victims of war or disaster
 - (b) to be ready to supply trained auxiliaries for the medical and nursing services when these are engaged in relief work in order to supplement official services where they exist
 - (c) to provide additional stores, special equipment and extra comfort where needed and to be ready to take initiative where official stores and equipment do not exist or are limited.
 - (d) to be ready in any emergency to organize relief services and supply personnel, stores, and equipment as a temporary measure until officials' services are rendered to take over or the need ceases to exist and to cooperate with other organizations, if necessary, in organizing such services.
 - (e) to understand work in conformity with the aims and objectives of the Society for the promotion and improvement of health and the prevention of diseases including the provision of courses of instruction related to its aims and functions which shall be open to the public.
 - (f) to encourage and promote the enrollment of both adult and youth for membership of the Society
 - (g) to bring to the knowledge of the people of Ghana the provisions of the Geneva Conventions and their additional protocols.
 - (h) to propagate the Fundamental Principles of the Red Cross as stated in Article 1 and the International Humanitarian Law in order to develop among the people of Ghana and in particular among the youth the ideals of understanding, mutual respect and peace
 - (i) to act, generally, as a channel through which the public may express their sympathy for the sick and suffering but except in the circumstance set out in paragraphs (b) and (d) of this clause, the Society shall not undertake, usurp or act in any manner so as to take the place of government in the discharge of government's functions or schemes, nor shall the Society assume or undertake any responsibility which is the legitimate function of the Government.

- (2) Notwithstanding paragraph (i) of this article the Society may, at the request of Government, undertake the discharge of any responsibility not being inconsistent with any of the aims and objectives of the Society.

5. MEMBERSHIP OF THE SOCIETY

(1) Membership of the Society shall be open to all persons irrespective of race, place of origin, political opinion, colour, creed, age or sex and shall be as follows:

- (a) there shall be honorary members who shall be appointed by the General Assembly on the recommendation of the Governing Board and Central Council in recognition of their exceptional services and contributions to the Society
- (b) ordinary members (members of Chapters and Mothers Clubs) who pay an annual subscription fee as shall be determined by the Governing Board and approved by the Governing Board and Central Council.
- (c) corporate members who are groups of persons or companies, corporations, organizations and institutions which pay subscription of such amounts for such periods as shall be determined by the Governing Board and Central Council.
- (d) Youth members who are persons enrolled as such in youth links or such other groups to carry out voluntary services approved by the relevant branch of the Society and who pay an annual subscription of such amount as shall be determined by the Governing Board with approval of the Governing Board and Central Council.
- (e) Life members who are people who pay one time premium of such an amount as shall be determined by the Governing Board to become members for life.

(2) Duties of a Member

- (a) to respect and comply with the Fundamental Principles of the Red Cross Movement
- (b) to respect and promote respect for the Red Cross Emblem
- (c) to respect and comply with the statutes, policies, procedures and other rules and regulations of the Ghana Red Cross Society
- (d) to help in advancing the aims and objectives of the Society
- (e) to participate actively in the work of the Society
- (f) to be regular in payment of subscription fees

(3) Benefits of a Member

- (a) to receive training in first aid and be issued with Basic First Aid Certificate
- (b) to receive Red Cross quarterly newsletter on developments in the Society

- (c) to enjoy the opportunity of becoming part of an international organization established world-wide
- (d) to represent the Society at meetings, workshops, conferences or seminars
- (e) to elect representatives on governing boards and to stand for election.

(4) Loss of Membership

- (a) Membership of a person expires after twelve months, unless otherwise renewed by payment of dues.
- (b) a person shall lose his/her membership upon notice in writing at any time to the Society.
- (c) when the Governing Board determines that the continued membership of a person is a grave risk to the Society or its membership, the Governing Board may recommend the expulsion of that individual.
- (d) an expelled person shall immediately lose his/her rights as a member.
- (e) a member so expelled shall have the right to appeal to the Governing Board and Central Council, whose decision shall be final.
- (f) the Governing Board and Central Council shall make regulations for hearing of appeals (or provision for an external and arbitration procedure) to ensure justice and fairness.

(5) Subscription

- (a) Subscription paid by members shall be allocated to the Headquarters, the Regional and District offices in such proportions as shall be determined by the Governing Board with the approval of the Governing Board and Central Council.

6. PATRONS OF THE SOCIETY

- (1) The Head of State of the Republic of Ghana shall be Chief Patron of the Society
- (2) There shall be other persons to be conferred as Patrons by the General Assembly on the recommendation of the Governing Board and Central Council.
- (3) A patron shall be a person of eminence and distinction in the Ghanaian society and shall be a person who has exhibited an interest in the activities of the Society or whose appointment as Patron, may enhance the image and advance the performance of the functions of the Society.

CHAPTER TWO: ADMINISTRATION OF THE SOCIETY

7. GENERAL ASSEMBLY

- (1) There shall be a General Assembly for the Ghana Red Cross Society and shall be the highest decision-making body of the Society

Composition of the General Assembly

(2) The General Assembly shall consist of the following as members: -

- (a) the President and Vice President
- (b) members of the Governing Board and Central Council with voting rights
- (c) chairpersons of Regional Committees
- (d) two elected regional representatives for any region with a minimum of 1000 paid-up members. Representatives of Regions who do not meet this requirement may attend the General Assembly but are not entitled to vote. Any additional accredited representation shall be determined by the General Assembly on the recommendation of the Governing Board and Central Council.
- (e) one representative of the Youth elected by the Annual General meeting of each region.
- (f) one representative of the Mothers' Club elected by the Annual General Meeting of each Region

Functions of the General Assembly

(3) The functions of the General Assembly are:-

- (a) the election of President and Vice-President of the Society
- (b) the election of Honorary Treasurer
- (c) the election of members of the Governing Board and Central Council
- (d) the consideration and approval of the annual report of the Society and the report of the auditors on the books of accounts of the Society as well as the balance sheet and statement of accounts of every Regional Committee
- (e) the approval of the budget of the Society
- (f) such other functions as are conferred on the General Assembly under this constitution

(4) Meetings of the General Assembly

- (a) the General Assembly shall meet once in two years at a date and place to be determined by the Governing Board, but such meeting shall take place after the annual meeting of the Governing Board and Central Council.
- (b) the President shall convene a meeting at the request of not less than ten (10) members of the General Assembly and the matter to be deliberated upon stated in the request. Such a meeting shall be held not later than fourteen (14) days from the date of the request or on such date as is reasonably practicable thereafter.

- (c) all meetings shall be presided over by the President or in the absence of the President, by the Vice-President and in the absence of both the President and Vice-President the meeting shall elect one of the members to preside.
- (d) the Governing Board and Central Council may invite representatives of the Ministries, Departments Government or non-Governmental organizations to any particular meeting of the General assembly, but such representatives shall not have voting rights;
- (e) The Officer presiding shall have a casting vote in case of equality of votes.
- (f) the General Assembly shall take its decision on any matter or issue, except for amendment of the constitution, with a quorum of twenty-five percent (25%) of total members and by a majority of those present and voting, provided that where at any meeting there is less than 25% of the total members present, the members present may constitute themselves into a Committee of the Assembly
- (g) Decisions of the General Assembly shall be taken by consensus with the exception of the elections of the President, Vice-Presidents, the members of the Governing Board and the Youth Representatives.
- (h) Consensus shall be understood to mean the absence of any objection expressed by a member and submitted by it as constituting an obstacle to the taking of the decision in question.
- (i) the quorum for the amendment of the constitution shall be fifty percent (50%) of the total members of the General Assembly and one member
- (j) any paid-up member of the Society may attend meetings of the General Assembly but shall not have the right to vote

(5) Sessions of the General Assembly.

- (a) Once in every two years the President shall cause to be called not later than the thirty first day of July or so soon thereafter a meeting of the General Assembly.
- (b) In the event where it becomes impossible for the General Assembly to be convened for such longer period of two years, the Governing Board and Central Council shall convene within a reasonable time a session to consider approval of plans, budgets and financial reports.
- (c) The Governing Board may also invite other person(s) not being members of the Society to attend the General Assembly meeting but such person(s) shall not have voting rights.

8. NOMINATIONS AND CREDENTIAL COMMITTEE

- (1) At every meeting of the General Assembly, there shall be appointed three (3) of its members to constitute the Nomination and Credential Committee.

- (2) Without prejudice to the power conferred on the three persons appointed as Committee members, the General Assembly may further appoint one (1) member from the public authorities with knowledge of electoral process for expert advice and experience.
- (3) The General Assembly may appoint the Electoral Commission of Ghana to provide duties in the stead of the Credential Committee
- (4) The functions of the Credential Committee shall include control, supervision and administration of elections into various offices of the Society.
- (5) An election to any office of the Society shall always be held whether there is only one nominee or more than one nominee for the same office.
- (6) Completed nomination papers for all positions shall be deposited with the Secretary-General at least *seven clear days* before the meeting date of the General Assembly.
- (7) The Secretary-General shall submit all the nomination papers for any elections to the Nomination and Credential Committee immediately after their appointment by the General Assembly.
- (8) Election for officers shall take place every four (4) years
- (9) Any person who had been elected or appointed to an office shall be eligible for re-appointment but shall not be permitted to stand for re-election or re-appointment after holding the same office for two consecutive terms
- (10) After a lapse of four years a person can stand for election or be appointed for the same office or any other office.

9. GOVERNING BOARD AND CENTRAL COUNCIL

- (1) There shall be a Governing Board and Central Council which shall subject to the general directives of the General Assembly, be the governing and the policy making organ of the Society.
- (2) The Governing Board and Central Council shall comprise the following:
 - (a) the President and Vice-President
 - (b) the Treasurer
 - (c) the Adviser on Health
 - (d) the Legal Adviser
 - (e) the Public Relations Adviser
 - (f) the Regional Chairman elected at the Annual General meeting of the Regions

- (g) not more than five members elected by the General Assembly for their outstanding qualities, competence and interest in the Society
- (h) a Youth representative elected by the Regional Youth representatives of the General Assembly
- (i) a representative each from the Ministries of Defence, Health (who must be a medical officer), Foreign Affairs, Education, interior, Youth, Sports, Employment and Social Welfare, Director of Medical Services of the Ghana Armed Forces, Director of Nursing Services all of whom shall have no voting right.
- (j) National Mothers' Clubs facilitator elected at their congress

(3) Term of Office of the Governing Board and Central Council

Members of the Governing Board and Central Council shall have their term of office expiring at the end of four years.

(4) Functions of the Governing Board and Central Council

The functions of the Governing Board and Central Council are: -

- (a) to advise on all matters to be deliberated upon by the General Assembly
- (b) to appoint the Secretary-General on the recommendation of the Governing Board
- (c) to keep a broad perspective with regard to the effectiveness of the Society and evaluate the performance of the Secretary General.
- (d) to appoint chairmen and members of the sub-committees of the Society
- (e) to act on behalf of the General Assembly, excepting the election of officers, where the General Assembly does not meet in any year.

(5) Meeting of the Governing Board and Central Council

- (a) Upon assumption of office of the Governing Board and Central Council, a delegation of council members led by the President shall pay a courtesy call on the chief patron.
- (b) The Governing Board and Central Council shall meet at least twice every year on such a date as the President shall determine
- (c) The President may at any time call a special meeting of the Governing Board and Central Council at the request of not less than seven (7) members of the Governing Board and Central Council
- (d) Notices of the meeting of the Council prior to the meeting of the General Assembly shall be communicated to all members at least fourteen (14) clear days before the day of the meeting with copies of any documents to be discussed prepared in accordance with the provisions of the Constitution

- (e) In the event of any armed conflict and other emergencies within or involving Ghana, the President shall immediately summon a meeting of the Council
- (f) The President shall preside over all the meetings of the Council, but in the absence of the President, the Vice-President shall preside and in the absence of both the President and Vice-President, the members may elect one of their numbers to preside
- (g) Questions arising out of any meeting of the Governing Board and Central Council shall be decided by the votes of the majority of the members present and voting in the case of an equality of votes the member presiding shall have a second or casting vote
- (h) The quorum at any meeting of the Council shall be one-third of total membership

(6) Sub-Committees of the Governing Board and Central Council

- (a) The Governing Board and Central Council shall appoint such sub-committees as it deems fit
- (b) The Chairman of any such sub-committee shall be appointed by the Governing Board and Central Council from among its members
- (c) The President shall be an ex-officio member of any sub-committee appointed by the Governing Board and Central Council
- (d) A member of the Society not being a member of the Governing Board and Central Council may be appointed a member or Chairman of a sub-committee of the Society
- (e) The quorum at any meeting of any such sub-committee shall be three
- (f) The Chairmen of such sub-committees shall develop job description of their committees which shall be approved by the Governing Board

10. GOVERNING BOARD

- (1) There shall be a Governing Board which shall be responsible for the affairs of the Society
- (2) Without prejudice to clause (1), the Governing Board shall before the end of each calendar year
 - (a) receive and approve an estimate of the income and expenditure of the Society for the next calendar year.
 - (b) receive and approve the amount to be made available to each region and expected contribution of each regional branch
 - (c) submit to the Governing Board and Central Council, the proposed budget for the ensuing year which shall contain a summary of the budget of each regional branch together with monies expected from the regional branches; and

- (d) present through the Governing Board and Central Council to the General Assembly the annual report of the work of the Society for the preceding year including the auditor's report on the books of account of the Society.

(3) The Governing Board shall consist of

- (a) The President
- (b) The Vice-President
- (c) The Honorary Treasurer
- (d) The Honorary Legal Adviser
- (e) The Honorary Health Adviser
- (f) The Honorary Public Relations Adviser
- (g) The Youth President
- (h) and The Mothers' Club President
- (i) The Chairmen of the Sub-committees of the Society
- (j) and any other member prescribed under any enactment
- (k) The Secretary-General shall act as the Secretary to the Governing Board but has no right to vote

(4) Where a member of the Governing Board vacates his/her office before the expiration of his/her term of office, the President shall appoint a person from the Governing Board and Central Council, for the remainder of the term of office of the vacating member.

(5) Meetings of the Governing Board

- (a) The Governing Board shall meet once every three months at a time and place or "means" to be determined by the President.
- (b) The "means" include in-person or virtual.
- (c) The President may summon a special meeting of the Governing Board at his discretion or at the request of not less than three members of the Governing Board
- (d) A member of the Governing Board and Central Council not being a member of the Governing Board or any of its sub-committees, may attend any meeting of the Governing Board and take part in its deliberations but shall not entitled to vote
- (e) The President shall chair all the meetings of the Governing Board and in the absence of both President and his Vice, members present shall elect one of their number to preside

- (6) Questions arising out at any meeting of the Governing Board shall be decided by the majority of the members present in voting and in the case of equal votes the member presiding shall have a second or casting vote
- (7) The quorum at any meeting of the Governing Board shall be four
- (8) Unless the Governing Board otherwise decides, any member of the Governing Board who fails to attend three consecutive meetings without justification shall be deemed to have resigned his membership and the Governing Board shall proceed to co-opt another member of the Society to serve the unexpired term of such a member.

11. Regional/District Committees

- (1) There shall be established for each region or district as the Governing Board and Central Council shall determine a Regional or District Committee of the Society consisting of
 - (a) a Chairman
 - (b) a Vice-Chairman
 - (c) a Treasurer
 - (d) an Adviser on Health
 - (e) a Legal Adviser
 - (f) a Public Relations Officer
 - (g) one Youth Representative
 - (h) not more than five other members and
 - (i) a Representative each of relevant Ministries, Departments and Agencies
 - (j) Chairmen of District Committees
 - (k) the Regional Mothers' Club facilitator
 - (l) the Regional Managers shall serve as Secretaries to their Regional Committees
- (2) The members of the Regional Committees shall be elected once in every four years to coincide with the year of election into the General Assembly, subject to the approval of the Governing Board and Central Council
- (3) The members so elected shall assume their office immediately following the Annual General Meeting at which they were elected and shall hold office for two years till the next election.
- (4) Subject to clause (5) and (6) of this constitution, a member of a Regional Committee shall be eligible for re-election into a particular office for not more than three consecutive terms.

- (5) A Regional Committee shall have power to fill vacancies in its membership to co-opt persons for its purposes and to appoint advisory committees consisting of members of the Regional Committee or non-members or both but shall not delegate any executive authority to a committee not consisting entirely of Regional Committee unless authorized by a resolution of the regional branch at its Annual General Meeting.
- (6) Unless the Regional Committee otherwise resolves, any member of the Committee who fails to attend three consecutive meetings without reasonable justification, shall be deemed to have resigned his membership of the Committee and the Committee may co-opt another member to serve the remainder of the period for which the person deemed to have resigned was elected.

12. Functions of the Regional Committee

- (1) A Regional Committee shall be responsible for all the activities and functions conferred on a Regional Committee by this clause or the regulations of the Society and shall have full authority for the work of its subsidiary units, chapters, mothers' clubs, youth in the Region subject to the general control of the Governing Board and Central Council.
- (2) A Regional Committee shall arrange the form and method of cooperation in such matters with public health and sanitation subject to the general policy as laid down from time to time by the Governing Board and Governing Board and Central Council.
- (3) Without prejudice to the generality of the preceding provisions of this article, it shall be the duty of a Regional Committee:
 - (a) to organize chapters, mothers' clubs and youth links within the Region
 - (b) to stimulate, assist and co-ordinate all work of the mothers' clubs and youth links within the Region
 - (c) to see that all work authorized to be done within the Region is effectively carried out
 - (d) to make a survey of the needs of the Region and to explore new avenues of Red Cross efforts therein.
 - (e) to organize or assist in fund raising activities within the Region by any methods approved by the Governing Board and Central Council
 - (f) to prepare and submit to the Governing Board and Central Council not later than 31st January in each year
 - i Annual report of the work of the Society within the Region during the preceding calendar year including the work of chapters, mothers' clubs, youth links
 - ii an audited balance sheet and statement of receipts and expenditure for the preceding calendar year under such headings and in such form as may be prescribed by the Governing Board and Central Council
 - (g) to keep the Governing Board and Central Council fully informed on all work carried out within the Region and to make recommendations with reference thereto

- (h) to keep minutes of all meetings of the Regional Branch and of the Regional Committee and to send copies thereof to the Governing Board and Central Council as soon as possible

13. Meeting of the Regional Committee

- (1) A Regional Committee shall ordinarily meet not less than four times a year
- (2) The quorum at any meeting of the Regional Committee shall be one-third of its membership
- (3) Subject to the provisions of this article, a Regional Committee may regulate the procedure at its own meetings.

14. Annual General Meeting of the Region

- (1) Each Regional Branch shall hold an annual general meeting not later than thirty first day of May in each year at a place within the Region to be determined by the Regional Committee
- (2) All members of the Society resident within the Region shall be entitled to attend the meeting. Only paid-up members shall have the right to vote. However, members below 18 years of age shall NOT be entitled to vote.
- (3) Ten percent of the paid-up members shall constitute a quorum at any such annual general meeting.
- (4) A report of the work of the Society within the Region together with an audited balance sheet and statement of receipts and expenditure for the preceding calendar year shall be presented by the Regional Committee to the annual meeting for approval.
- (5) The Regional Committee shall present its budget proposals and development plan to the annual general meeting for approval

15. DISTRICT COMMITTEE

- (1) There shall be in each district as the Governing Board and Central Council shall determine a District Committee of the Society
- (2) The District Committee shall comprise the following:
 - (a) a Chairman
 - (b) a Vice-Chairman
 - (c) a Treasurer
 - (d) an Adviser on Health
 - (e) a Public Relation Adviser

- (f) a Legal Adviser (if available)
 - (g) a Youth Representative
 - (h) not more than five other members
 - (i) a representative each of the Ministries as specified in paragraph (1) of clause (2) of Article 9 where possible
 - (j) Chairmen of Chapters, and Mothers Clubs
- (3) In the event that the district is unable to identify a Public Relation Adviser or a Legal Adviser it shall rely on the Region for assistance

(4) Functions of a District Committee

A District Committee carries out, at the district level, all of the functions as carried out by the Regional Committee. It exercises direct control over Red Cross groups i.e.. Chapters, mothers' clubs, and youth links in its area of Authority

- (a) the members of the District Committees shall be elected once in four years to coincide with the year of election of the General Assembly for which they shall report directly to the Secretary-General at Headquarters
- (b) A District Committee carries out, at the district level, all of the functions as carried out by the Regional Committee. It exercises direct control over Red Cross groups i.e. Chapters, mothers' clubs, and youth links in its area of Authority
- (a) the members so elected shall resume their office immediately following the Annual General Meeting at which they were elected and shall hold office for four years(s) till the end of the next election
- (b) subject to clause (7) and (8) of Article 8 of this constitution, a member of a district committee shall be eligible for re-election for not more than two consecutive terms
- (c) a District Committee shall have power to fill vacancies in its membership and to co-opt persons for its purposes and to appoint advisory committee consisting of the members of the District Committee or non members of both but shall not delegate any executive authority to a District Committee, unless authorized by a resolution of the District Committee at its annual general meeting.
- (d) unless the District Committee otherwise resolve, any member of the Committee who fails to attend three consecutive meetings of the Committee, except on sick leave and or temporary absence, shall be deemed to have resigned his membership of the Committee and the Committee may co-opt another member to serve the remainder of the unexpired term which the person deemed to have resigned was appointed.
- (e) the term of office of a member of a District Committee is two years

16. Meetings of the District Committees

- (1) A District Committee shall ordinarily meet not less than six times a year
- (2) the quorum at any meeting of the District Committee shall be five
- (3) subject to the provisions of this article, a District Committee may regulate the procedure at its own meetings

17. Annual General Meeting of the District

- (1) Each District Branch shall hold an annual general meeting not later than thirtieth day of April in each year or soon at a place to be determined by the District Committee
- (2) All members of the Society resident within the district shall be entitled to attend the meeting. Only paid-up members shall have the right to vote. All members below 18 years of age shall NOT be entitled to vote
- (3) ten percent of the paid-up members shall constitute a quorum at any such annual general meeting
- (4) a report of the work of the Society within the District together with an audited balance sheet and statement of receipt and expenditure for the preceding calendar year shall be presented by the District Committee to the annual general meeting for approval.
- (5) the District Committee shall present its budgets proposals and development plan to the annual general meeting for approval

18. Chapters and Mothers Clubs

- (1) there shall be Local Committees hereinafter to be known as Chapters in each District of the country
- (2) the chapters shall be established by the District Chapter Organizers and approved by the District Committee. All chapters so formed shall be registered at the Headquarters and be issued with a charter certificate
- (3) the chapters should be formed by the district in consultation with the Region by a criteria determined by the Governing Board and Central Council.
- (4) Each Chapter shall consist of the following as members:
 - (a) a Chairman
 - (b) Vice-Chairman
 - (c) a Health worker (adviser on Health)
 - (d) a Financial Secretary
 - (e) a Representative of the Youth

- (f) a Secretary/Organizer
 - (g) District Mother Club Facilitator
 - (h) not more than five other members
- (5) Members of the Chapters shall be elected once in every four years to coincide with the year of election into the Regional Committee of that Region, subject to the approval of the Governing Board and Central Council
 - (6) Elected Members shall assume their office immediately following the annual general meeting at which they were elected. The term shall continue till the next election.
 - (7) Subject to clause (7) and (8) of Article 8 of this constitution, a Chapter member shall be eligible for re-election for not more than two consecutive terms.
 - (8) Chapter in this constitution includes mothers' clubs

19. EMPLOYEES OF THE SOCIETY

Secretary-General

- (1) The Secretary General shall be appointed by the Governing Board on the approval of the Governing Board and Central Council, and in accordance with the relevant provisions of the Rules of Procedure of the Red Cross Movement, any applicable conditions set by the General Assembly and the labour law of Ghana.
- (2) The Secretary General is the Chief Executive Officer of the Society, and carries out the following functions:
 - (a) implement the decisions of the General Assembly and the Governing Board;
 - (b) be responsible for the administration of the approved budget and the preparation of a report of the accounts;
 - (c) direct the headquarters and be responsible for the execution of the work entrusted to it;
 - (d) establish the structure of the headquarters, the general outline of which shall be subject to the approval of the Governing Board;
 - (e) organize the different services of the headquarters in accordance with the decisions of the General Assembly and of the Governing Board; appoint the staff of the National Headquarters, keeping in mind the principles of equitable gender balance and fair geographical distribution; and when necessary, recommend to the Governing Board, the termination of the engagements of such staff;
 - (f) make appointments to the posts of (or equivalent to) Deputy Secretary Generals, Regional Managers, District Organizers and all other paid staff after obtaining the Governing Board's

approval of the candidates selected by him/her; and when necessary, terminate the engagements of such staff;

- (g) be the authorized representative of the Society in relation to third parties and courts of law for all transactions whatsoever, including transactions executed in notarial form relating to the acquisition, administration and expenditure of the resources of the Society;
- (h) carry out any other function assigned to him/her by the Constitution or entrusted to him/her by the General Assembly or Governing Board;
- (i) report on the activities of the Society to the Governing Board and General Assembly;
- (j) keep the President and Vice-President, as appropriate, closely informed in carrying out his/her functions; and
- (k) The Secretary General shall ex officio be secretary of the General Assembly and of the Governing Board and, unless the Constitution provides otherwise, of all bodies set up by the General Assembly and the Governing Board. The Secretary General may delegate these functions to other officials of the headquarters.

20. OFFICERS OF THE SOCIETY

(1) The Honorary Treasurer Shall:-

- (a) advise the society on all questions and policy affecting the finances of the Society;
 - (b) consider the policy of the society with regard to the raising of funds and the acceptance of grant-in-aid from Government or other agencies so as to ensure that the policies of the society are in accordance with the principles of the international Red Cross and Red Crescent Movement.
 - (c) supervise the preparation of the annual budget and.
 - (d) advise on the investment of any surplus funds
- (2) The other officers of the society shall perform the functions which are ordinarily performed by such officers and shall also perform such other functions as may be assigned to them by the Governing Board and the Central Council
- (3) Any vacancy occurring in any office during the year may be filled by the Governing Board and Central Council and where any officer is temporarily absent from Ghana, the Governing Board may authorize some other person to perform his function during his absence.
- (4) No remuneration shall be paid to any elected or appointed officer or volunteer of the Society, but this shall not prevent an elected or appointed officer or volunteer from receiving a refund of reasonable out-of-pocket expenses actually incurred in the performance of his functions.

21. Finances

- (1) The funds of the society shall consist of:-
 - (a) Subscription of members
 - (b) Subvention and other grants-in-aid received from the Government
 - (c) Endowment funds
 - (d) Gifts, grants, aid and donations to the society
 - (e) Trust funds held in the name of the society
 - (f) The proceeds of any fundraising activity organized by the Society or a branch thereof.
 - (g) Proceeds from income generating activities undertaken by the Society
- (2) Subject to the ultimate power of control vested in the Governing Board and Central Council each branch or other subsidiary units of the society is authorized to deal with the funds and other property under its control in the manner prescribed in these Articles and in the regulation and to apply them for the purposes of the society in accordance with the policy laid down by the Governing Board and Central Council.
- (3) Except with the permission in writing of the Governing Board and Central Council, funds and other property held by on behalf of the society shall be used only for the purposes of the society.
- (4) No funds of the society shall, without the permission, in writing of the General Assembly be used for the purpose of making monies available to non-Red Cross organizations, institutions or to funds which are themselves appealing to the public for support or are entitled to support from Government or local government.
- (5) In case of disaster in Ghana or elsewhere the Governing Board may authorize such extraordinary expenditure whether from current resources or from reserves, as it may seem fit. The Central Council shall be informed of all expenditure made.

22. Regional Estimates and Expenditures

- (1) Each Regional Committee shall, before the thirtieth day of November of each year, submit for approval by the Governing Board its income and expenditure estimate, including that of subsidiary units operating under its control for the succeeding one calendar year.
- (2) The Governing Board may add to, delete, or vary the estimates or any item contained therein, including the sum required from or made available to Central Council as the case may be.
- (3) Each regional committee shall make available to the Governing Board and Central Council from its resources such sums as the Central Council may annually decide, for meeting the expenditure of the Governing Board and Central Council.

- (4) A branch or other subsidiary unit of the Society shall make available to the Regional Committee such sums as the Regional Committee may annually decide for meeting expenditure in the Region.
- (5) Each Regional Committee shall prescribe a procedure to ensure that any expenditure or financial commitment incurred by a branch or other subsidiary unit within the Region has been authorized by the appropriate Committee of the branch or unit before it is incurred. Different procedures may be laid down for different subsidiary units, according to their size and financial resources.

CHAPTER THREE: MISCELLANEOUS

23. Accounts and Audit

- (1) The Governing Board and Central Council shall appoint an auditor or auditors to whom all books, records, accounts and reports of the Society and its officers shall be submitted at such times as may be required.
- (2) The report of the auditor or auditors shall be presented each year to the General Assembly through the Governing Board and Central Council for approval. Where the General Assembly does not meet, the report shall be submitted to the Central Council for approval.
- (3) The accounts of the HQ and each Region and its branches and the subsidiary units shall be kept in the form prescribed in the regulations and shall be audited annually by appointed auditor(s).
- (4) The financial year of the Society, and the branches and subsidiary units shall be from the first day of January to the thirty-first day of December in each year.

24. Land and Other Properties

- (1) All land, buildings and other properties acquired by the Society, the Governing Board, a Regional Committee or any branch of the Society shall be vested in the Society and shall be managed by such branch or committee of the Society, as the Governing Board and Central Council may determine.

25. Red Cross Emblem

- (1) The Society is permitted by law to have and use as an emblem and badge in carrying out its purposes, a Red Cross with vertical and horizontal arms of the same length, on and completely surrounded by a white background.
- (2) The emblem may be displayed:-
 - (a) on any building or other structure erected or used by the Society for carrying out any of its functions and
 - (b) on any ambulance or other vehicle used by the Society for carrying out its functions.
- (3) The emblem may be worn by members in uniform in accordance with the regulations on occasions when uniform is permitted to be worn, but no person other than a full-time employee

of the Society shall wear a uniform except when actually engaged in the work of the Society or going to or from such work.

- (4) Members shall at all times, and especially in times of war, avoid using the emblem in such a way as to suggest that any person or object is entitled to the protection of the Geneva Conventions when not so entitled.
- (5) Members shall report any misuse of the emblem whether by a member of the Society or by any other person to the police.
- (6) No person shall use the red cross emblem contrary to the provisions of the Red Cross Emblem (Control) Decree 1973 (NRCD 216) and the Regulations on the use of the emblem by National Societies adopted at the Twentieth International Conference of the Red Cross in Vienna, 1965.

26. Relation with Government and Other Organizations

- (1) It shall be the duty of the Society to cooperate with Central Government authorities, and other voluntary organizations engaged in work similar to that of the Society, but on the condition that the Society retains administrative control over its own funds, personnel and materials so that its independence and integrity in accordance with Red Cross principles are maintained and its privileges and status in time of war are not put in jeopardy.
- (2) In accordance with the provisions of the Geneva Conventions regarding the name and use of the emblem, the Society shall not, except where so expressly authorized by the Governing Board and Central Council, and in accordance with the Red Cross Emblem (Control) Decree 1973 (NRCD 216) use the name and emblem of the Society, with any other voluntary aid society in an appeal for funds or for any other purpose.
- (3) The Society and any branch thereof shall not, except for purposes of consultation, become a member of any organization other than a voluntary aid Society.
- (4) The Governing Board and Central Council may authorize regular and specified services to be administered on the basis that those who are able and willing, should contribute toward the expenses of such services, and may also authorize the acceptance of grants in aid from government and local authorities for the cost of specified services undertaken at their request.
- (5) All communications with the International Committee of the Red Cross, the International Federation of Red Cross and Red Crescent Societies, other national voluntary societies shall be effected through the Governing Board.
- (6) All communications with the Government shall be affected through the Governing Board.

27. Appeals for Funds and other Publicity

- (1) No member or employee of the Society, either alone or in association with any other person shall issue any public appeal or take part in any public activity, with the object of raising funds for the Society without the consent in writing of the Governing Board or the Central Council.
- (2) No member or employee of the Society shall make any statement to the Press or broadcast any communication concerning the society, or the Red Cross and Red Crescent movement generally

without the consent in writing of the Governing Board or an official appointed in that behalf by the Governing Board.

- (3) The provision of this article shall not apply to reports or notices of annual meetings, inspections, reviews, lectures or other local activities of the branch of the society.

28. Fund Raising Activities.

- (1) The Governing Board and Central Council may appeal to the public for funds and carry out such other local activities as may yield funds to the society.
- (2) The Central Council may delegate its function under this article to a sub-committee of the Central Committee and may call on the Regional Committees and any other members or associate of the Society to assist in fund raising activities.
- (3) Proceeds of activities carried on locally by a Regional Committee or subsidiary unit thereof may be retained in the funds of that committee or unit unless the Governing Board otherwise directs.
- (4) The Society shall establish a Business Development Unit that shall guide the establishment and running of profit-making businesses to generate income for the Society. Such companies shall be registered as limited by share with the Society being the major shareholder.

29. Bank Accounts

- (1) All monies received by the society, or any branch thereof shall be paid into such bank account as the Governing Board may direct.
- (2) A bank account shall not be opened or operated except in accordance with a resolution passed by the appropriate branch, and endorsed by the Secretary General as the case may be.
- (3) The Secretary General shall be informed and provided with full records on all bank accounts opened in the name of the Society anywhere in the country and by any branch.
- (4) The Secretary General's authority supersedes that of all signatories of all branches and he/she may authorize the suspension or closure of bank accounts, suspension of transactions, revival of bank accounts, change of mandates and request the bank for details on the accounts. This clause shall be quoted in all resolutions submitted to banks for opening accounts.

30. Investment of funds

Any monies held by the Society or a Regional Committee, a branch or subsidiary unit which are in excess of a reasonably current requirements may be invested in any short-term government securities. Investment shall be centralized. Any Regional Committee intending to invest shall obtain the permission of the Governing Board.

31. Expenditure of funds

- (1) The expenditure of the Society shall be in accordance with an annual budget prepared under the supervision of the Honorary Treasurer, considered by the Governing Board and approved by the Central Council or the General Assembly.

- (2) Where funds are available, the Governing Board may authorize the continuation of the expenditure on salaries and other recurrent items between the end of one financial year and approval of the budget for the next year, and may also authorize the expenditure on such items in excess of that provided for in the annual budget, where the Governing Board is satisfied that the additional expenditure is unavoidable and that the work of the society will suffer if it is not authorized immediately.

32. Regulations

- (1) The Governing Board may subject to the approval of the Central Council make Regulations:
 - (e) For the organization of members of the Society into youth unit and other groups
 - (f) For the training activities of the Red Cross Youth
 - (g) For giving out relief work not inconsistent with the purposes of the society
 - (h) For advancing the relationship that should exist between the various Regional Committees of the society including the occasions on which there may be direct communications generally with the Headquarters
 - (i) Generally, for giving full effect to the provisions of this constitution

33. Vacancies in committee

Any Committee may act notwithstanding vacancies in its membership and the accidental omission to give notice of a committee meeting to any of the members, and the non-receipt by a member of a notice shall not invalidate anything done at the meeting.

34. Amendments of Constitution

- (1) These Articles may be amended by the General Assembly at any time after three months' notice. The said notice shall be accompanied by the proposed amendment sent by registered letters, electronic means, or by receipted acknowledgement to all members of the General Assembly before the date of the meeting at which the proposal is to be considered.
- (2) A proposal to amend any provisions of this Constitution shall not be carried unless it is approved by at least two-thirds of the votes of members present and voting.
- (3) Any proposed amendments to the constitution shall be communicated to the International Federation of Red Cross and Red Crescent Societies and the International Committee of Red Cross.
- (4) Where on any matter, whether arising out of this Constitution or otherwise, there is no provision express or by necessary implication of this Constitution or of Regulations made thereunder which deals with the matter, the Governing Board may, subject to the approval of the Central Council, deal with the matter in such manner as it deems fit.

34. Interpretation

In this Constitution, unless the context otherwise requires:-

- (1) “branch” means a Region of the Society recognized as such by the Central Council
- (2) “Central Council” means the Central Council established pursuant to provision of Article 9 of these Articles
- (3) “emblem” means the emblem of the Society
- (4) “functions” includes powers and duties
- (5) “Geneva Conventions” include the Geneva Conventions in 1949 and any protocol, convention, or agreement supplementing, amending, varying or in any other manner modifying the Geneva Conventions
- (6) “Governing Board” means the Governing Board established by the provisions of Article 10 of this Constitution
- (7) “Region” include a Region of Ghana and any area for which the Central Council has established a Regional Committee
- (8) “Regional Committee” means the Regional Committee established for each Region by provision of Article 11 of these Articles
- (9) “Regulations” means the Regulations made pursuant to the provisions of Article 32 of this Constitution
- (10) “Society” means the Ghana Red Cross Society
- (11) “Youth Red Cross” means Red Cross Youth organized by a Regional or District Committee in the Region.
- (12) “Means” means either in-person or virtual meetings

Annex 5 – Organogram

