

**THE
AMENDED
CONSTITUTION 2020**

OF

IT/NO 6754

**ASSOCIATION OF NIGERIA
LICENSED
CUSTOM AGENTS**

**ASSOCIATION OF NIGERIA LINCENSED CUSTOM AGENT
SUPREME CONSTITUTION
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PREAMBLE:

UPON need to draw up a profound constitution for the Association of Nigeria Customs Agents AND WHEREAS, we are desirous to foster unity and one Licensed National Association, we, the members of the Association of Nigeria Licensed Customs Agents in respect to and for the protection of our interests and that of our country Nigeria; AND for the need to form a perfect Association, Secure Unity, Peace and Progress, project and defend the name, fame and integrity of our Association and Country. DO HEREBY enact and establish this constitution for ourselves presently and for posterity: and we affirm that this Association is non-religious, non- cultural and non-political.

(i) CITATION:

This constitution shall be cited as the constitution of Association of Nigeria Licensed Customs Agents.' As amended 2000, the contents shall be cited in sections, subsections, paragraphs and sub-paragraphs.

(ii) COMMENCEMENT:

This Constitution shall take effect on 28/11/2008 as proclaimed by a 2/3 majority of the annual General meeting of the Association convened and held for that purpose.

(iii) MOTTO:

The motto of the Association shall be “UNITY AND HONESTY IN FORWARDING THE ECONOMY”

(iv) SYMBOL:

The symbol of the Association shall be represented by a SHIP; DELIVERY VEHICLE and an AIRPLANE interposed on a GLOBE.

(V) SECRETARIAT/REGISTERED OFFICE:

The Associations' Secretariat of Headquarters shall be located in Lagos State of Nigeria, or at such other place the Association may, by a two-third-majority vote of its members in a general meeting decide.

(vi) INTERPRETATION:

In this constitution, unless the context otherwise admits: "BOARD" means Board of Trustee.

"ASSOCIATION" means Association of Nigeria Licensed Customs Agents (ANLCA),

"AN OFFICER" means an elected or appointed officer of the Association either in the chapter or in the National Office as the case may be.

"BONAFIDE MEMBER" means a corporate person who is a member of the Association subject to this constitution.

"A PERSON" means the Association of Nigeria Licensed Customs Agent; a corporate member of the Association and includes a person authorized as an agent, privy or servant of the corporate member of the Association including always a person acting in his personal capacity.

"TRUSTEE" means a trustee subject to section 823 of companies and Allied Matter act 2020 as amended, appointed or elected in his personal capacity by the Association for that purpose in an Annual General Meeting of the Association.

"GROSS MISCONDUCT" means insubordination, a grave violation or a breach of the provisions of this constitution or a misconduct of such nature which in the opinion of the N.E.C, the CEC or the Association is gross misconduct,

"CONTRACTORS" includes a person not to this constitution But who is engaged 'to work for the Association on contract basis.

"CECOM" means Chapter Executives Committee of the Association

"NEC" means National Executive Council of the Association

"NECOM" means National Executive Committee.

"C.A.C" means Corporate Affairs Commission.

"A MEMBER" has the meaning assigned to it (iii) section of this Constitution

"HIS" refers to the members 'of the Association, Officer or Agent whether Male or Female appointed by the Association.

"TENURE OF OFFICE" shall not affect the Legal Advisees) of the Association whose appointment and removal shall depend on the terms of agreement.

SECTION 1

NAME: The Association shall be known, called and addressed as **ASSOCIATION OF NIGERIA LICENSED CUSTOMS AGENTS** (ANLCA) (herein after referred as "The (Association)").

SECTION 2

SUPREMACY/JURISDICTION: This constitution shall be inherently and adherently held Supreme and its provisions shall be binding on all persons and authorities subject to the Association.

SECTION 3

AIMS AND OBJECTIVES: The Association is established on the basis of the following aims and objectives; this is to say

- (a) TO TAKE OVER and continue the activities, Liabilities and assets of the association of Nigeria Licensed customs Agents, Registered under the ILLITERATE PROTECTION ACT CAP. 83 OF 1954 with certificate number 38799 of 30TH SEPTEMBER, 1954.
- (b) TO PROMOTE and protect the image, fame and integrity of Customs Licensed Agents in all their business activities with the Nigeria Customs Service and any other Agencies related, affiliated or concerned with the business of the Association in Nigeria.
- (c) TO EVOLVE appropriate mechanism for members to carry out their business conscientiously with a view to making and maximizing profit therefrom.
- (d) TO ORGANIZE from time to time, seminar, workshop, conferences, symposia, ceremonies and any other meeting the Association may deem fit and necessary,
- (e) TO CONTRIBUTE to the economic and social development and advancement of the Association in particular and Nigeria in general.
- (f) TO HOLD regular dialogue or meetings with the Federal Government, the State Government, Parastatals or any other organ of government for the purpose of fostering the advancement or achieving the set objectives of the Association in particular and the nation in general.
- (g) TO ACT as a united front and forum through which the wishes, desire and demands of member would be formulated, expressed and realized
- (h) TO SUBMIT MEMORANDA or suggestions or drafts in respect of any legislation concerning and affecting the activities of the Association

which the Government may from time to time enact or make.

- i. TO COLLECT and disseminate statistical, Logistic and other information relating to Trade, Commerce, Industry, Shipping, Manufacturing and Allied business deemed desirable for the promotion of the Association's objectives.
- j. TO DO such other things incidental and convenient to the foregoing objectives.
- k. TO INTRODUCE order, discipline and unity amongst member(s).

SECTION 4

MEMBERSHIP:

- (1) Members of the Association shall be limited to corporate bodies incorporated under the Companies and Allied Matter Act 1990.
- (2) NOTWITHSTANDING SUB-SECTION (1) of this section, no company or firm shall be registered as a member of the Association if
 - (a) It does not carry on business in the shipping and/or freight forwarding business in Nigeria.
 - (b) It is not licensed by the Nigeria Customs Service as a Customs Agent.
 - (c) It has been adjudged bankrupt,
 - (d) Its representative(s) agent(s) or servant(s) have been convicted any crime involving dishonesty or fraud.
 - (e) Its agent(s), privies; servant(s) or representative(s) are not screened and cleared in accordance with this constitution,
- (3) **REGISTRATION OF MEMBERS:** In pursuance of Sub-Section (1) of this section, no person shall be admitted and recognized as a member of the Association if he has registered with the Association in accordance with the provision of this constitution and paid such fee(s) as may from time to time be approved by the NEC;
 - (a) For the purpose of regulation, a prospective member shall make an application in writing to the Headquarters through his Chapter within the area of his operation whereupon concerned Chapter Executive Council or any Committee set up for that purpose shall recommend the applicant to the National Executive Council or any National Committee set up for that purpose, the applicant is deemed fit and proper person to be admitted as a member, he shall be so admitted.

- (b) An applicant shall be sponsored or referred by at least two financial Members at the Chapter level.

**SECTION 5
NATIONAL EXECUTIVE COUNCIL:**

- (1) **COMPOSITION** - The NATIONAL EXECUTIVE COUNCIL (hereinafter Referred to as “the Council”) shall consist of the National President as the Chairman, the Vice President the Vice Chairman, the National Secretary as the Secretary, members of the Board of Trustees and all the officers established in section 6 of this constitution, all Chapter Chairmen and their Secretaries, Financial Secretaries and Treasurers and such Other persons the council may from time to time appoint to its membership
- (2) No person shall be a member of the council if he is not elected or appointed in accordance with this Constitution and has subscribed to the oath of office/Allegiance Prescribed in section 31 of this constitution.
- (3) In its functions, the Council Shall:
 - (a) Be the highest decision and policy making body of the Association.
 - (b) Take all necessary and reasonable measures in accordance with the provisions of this Constitution to ensure law and order in the Association.
 - (c) To ensure that the set aims and objectives of the Association are achieved and realized.
 - (d) Explore every lawful avenue 'to generate funds for the Association.
 - (e) Plan, Organize or Hold Launchings, Appeal for Funds, End of Year Party, Symposia, Public Lecturers, Seminars, Workshop or any other ceremony or activities the Council may deem fit and necessary.
 - (f) Have the power to discipline by way of suspension or expulsion or blacklisting, any member of the Council who, in the opinion

of the Council or a Committee setup for that purpose is engaged in activities and/or utterances detrimental to the interest of the Association.

- (g) Appoint, ratify, confirm or dissolve the appointment(s) of any or all members of Standing or Ad-hoc Committees, Patrons, Matrons and any other Official so appointed for the Association.
- (h) Represent the Association or delegate such powers to the National President or any Officer authorized so to do in any air-capacity the Council may deem it.
- (i) Recommend amendments to this constitution.
- (j) Have powers to dissolve or suspend any Chapter Executive Council whose activities arc anti or inconsistent with the provisions of this constitution.
- (k) Do of cause to be done any other thing which the Council may approve for the betterment of the Association and the welfare of its Members.

**SECTION 6
NATIONAL OFFICERS:** The Association shall be governed and administered by the following officers which shall be known as the National Executive Committee comprising of:

- a) National President
- b) Vice president
- c) National Secretary
- d) Assistant National Secretary
- e) National Financial Secretary
- f) National Treasurer
- g) National Publicity Secretary
- h) 3 Zonal Coordinators [1 to represent each zone]
- i) 3 Zonal Secretaries [1 to represent each zone]
- j) And such other officers, special advisers or committees as the National Executive Council may deem necessary to be elected or appointed.

**SECTION 7
FUNCTION OF THE NATIONAL EXECUTIVE COMMITTEE
MEMBERS**

1. **NATIONAL PRESIDENT:** The National President shall perform the following functions;
 - (a) Be the Chief Executive Officer of the Association.
 - (b) Preside over all National General, Executive and Emergency meetings of the Association.
 - (c) Represents the Association at any meeting or function where only a member of the Association is required to be present. He may delegate such powers to the National Vice President or any other officer.
 - (d) Be signatory to all approvals of the Association's financial transactions.
 - (e) Present Annual Budget of the Association to the National Executive Council or anybody of the Association appointed for that purpose.
 - (f) Present Presidential address/report of the Association during the Annual General Meeting or at such other time the N .E.C may deem necessary,
 - (g) Appoint and inaugurate members of Special, Standing and Ad-hoc Committee(s) or other officers when and where necessary.
 - (h) Receive on behalf of the Association reports and recommendation from panels, committee's or other bodies setup by the Association.
 - (i) Be entitled to only one vote during elections and casting vote in case of a tie and to rule with finality in any controversial matter for which a decision has not been conclusive.
 - (j) Endorse, sign, countersign, or approve the Association's minute of meetings such other documents or correspondence as may from time to time be approved by the National Executive Council.

- (l) Swear in members of the Chapter Executives Council, Officials, Appointee's and other officers other than elected National Executive Committee.
 - (k) Do or cause to be done any other duty or things incidental to his Oath of offices.
 - (m) Prepare with input by the National Executive Council the Association's position and contributions to the Federal Government on fiscal policy.
2. **THE VICE PRESIDENT:** He shall:
 - (a) Be the Deputy Chief Executive Officer of the Association.
 - (b) Be the Chairman of the National Disciplinary Committee of the Association.
 - (c) Act for the President in the absence of the President or assume the office of the President when it is vacant, or act in that capability when asked to do so.
 - (d) Do or cause to be done any other duty assigned to him from time to time by the President or the National Executive Council.

NATIONAL SECRETARY: He Shall:-

- (a) Be the lead of the Association's Secretariat
- (b) Take and keep minutes of the Association's meetings and Keep statutory records and official documents of the Association
- (c) Sign or countersign the Association minute or such other documents which he is bound to produce from time to time or on request or demand by the National Executive Council.
- (d) Receive and treat correspondence on behalf of Association.
- (e) Write or reply such out- going correspondence as the National Executive Council may from time to time approve or authorize
- (f) Summon or convene at the request of the President all General, Emergency, Special or Extra-ordinary meeting of the National Executive Council of the Association.
- (g) Keep and maintain a register of member including the list of dishonor or blacklisted members

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- (h) Keep an impress account of 50,000.00.
- (i) Compile annual reports of the Association's decisions and activities for approval by the National Executive Council of the Association. Such Annual Reports and Decisions of the Council shall be published for internal circulation only.
- (j) Delegate from time to time part of his duties to his assistant(s) at any meeting of the Association when necessary.
- (k) Issue or cause to issue attendance list or list of absentees at any meeting of the Association.
- (j) Carry out such other duties the President or N.E.C shall from time to time assign to him.
- (m) Stand in if the President, Vice President either of the Zonal Coordinators are absent in any meeting provided a quorum is formed.

4 ASSISTANT NATIONAL SECRETARY He shall:-

- a. Act in the absence of the National Secretary or on his Instructions and authority carry out the functions of the National secretary.
- b. Take minutes of all National Executive Committee meetings.

5 NATIONAL FINANCIAL SECRETARY: He shall:

- (a) Prepare vouchers and issue receipts and cheques or other financial documents to be countersigned by the President or his Vice, the National Secretary or his Assistant for such purpose as may be approved or ratified by the National Executive Council.
- b. Be responsible for the collection for all dues, subscription levies, fees, moneys for and on behalf of the Association vide the National Executive Council.
- c. Keep financial records of the Association.
- (d) Unless as may be otherwise decided by the National Executive Council, be the chairman of the Finance Committee of the Association,

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- (e) Save as may be otherwise agreed by the National Executive Council, he shall keep any money collected on behalf of the Association for the period of time not exceeding forty- eight (48) Hours before paying it to the National Treasurer
- (f) Do any other duties which may be assigned to him From time to time by the president or his Deputy or the National Executive council.

6. NATIONAL TREASURER: The National Treasurer Shall:-

- a. Be responsible for the banking and keeping in safe custody of all the moneys of the Association or shall cause such money to be deposited in the Bank within 48 hours
- (b) Be a signatory to the Association's banking or financial transactions.
- (c) Prepare the cheque or certify any withdrawal from the Association's Bank Account(s) and custodian of the Association financial instruments.
- d. Keep a balance sheet or ledger of the income and expenditure of the Association.
- e. Present an end of the year report of the Association's financial position or at such other time the President of the N.E.C may direct.
- f. Report all financial transactions directly to the National President who will in turn report to the Board of Trustees at the end of financial year.

7. NATIONAL PUBLICITY SECRETARY: -The National Publicity Secretary shall:

- a. Be Director of Information and Public Affairs.
- b. Project and protect the image and interest of the Association.
- c. React, deny, and refute any allegation which may be leveled against the Association and issue as public statement as maybe approved by the National President or N.E.C.

- d Keep records of all press releases.
- e Be in charge of the Association library.
- f Do or cause to be done such other duties the National Executives Council or the National President may from time to time direct and/or approve.

- 8 **ZONAL COORDINATORS:** Comprising (EAST, NORTH & WESTZONES) to act as:
- (a) The Zonal Coordinators in their respective Zones
 - (b) Assist the National President in the day to day running of the Association
 - (c) Convene Zonal meetings periodically.
 - (d) Collect monthly reports and returns from the chapters within their various zones for onward transmission to the National Headquarters.
 - (e) DO or cause to be done any other duty assigned to him from time to time by the President or the National Executive Council.

ZONAL SECRETARY: He shall:-

- (a) Be the head of the Associations Zonal Secretariat.
- (b) Take and keep minutes of the Association meeting and keep statutory records and official documents of the Association in the zone.
- (c) Sign or countersign the Association minute or such other documents which he is bound to produce from time to time or on request or demand by the National Zonal Coordinator.
- (d) Receive and treat correspondence on behalf of the Zone.
- (e) Write or reply such out-going correspondence as the Zone may from time to time approve or authorize.
- (f) Summon or convene at the request of the Zonal Coordinator all General, Emergency, Special or Extraordinary Meetings of the Zone.
- (g) Keep and maintain register of Zonal members including the list of dishonor or blacklisted members.
- (h) Compile Zonal reports and activities from the chapters, such report and activities of each chapter shall be published for internal circulation and on ward transmission to the National Headquarters.

- (i) Do any duties which may be assigned to him from time to time by the Zonal Coordinator.

**SECTION 8
TENURE OF OFFICE OF OFFICERS:**

- (1) Unless as may be otherwise provided in any part of this constitution
 - (a) Every officer, to whom this constitution applies, elected or appointed with the National President, shall vacate office at the expiration of FIVE (5) Calendar year, while the chapter vacates at the expiration of FOUR (4) Calendar years starting from the date of assumption of office of incumbent Executives PROVIDED ALWAYS that he or she shall not hold the same office for more than one term.
 - (b) Notwithstanding anything to the contrary, any subsequent Appointment or Bye-Election shall be deemed to be of the same date with the presidential election and commencement thereof.
 - (c) No official or officer shall assume his office unless he takes the Oath of office/Allegiance prescribed in section 31 of this constitution.
 - (d) In the case of National Officers, the National Legal Adviser or any member of the Bench or Bar within the jurisdiction shall administer the Oath to the National President, the Vice President and other officers of the National Executive Council.
- (2) **EXTENSION OF TENURE:** Notwithstanding Sub-Section (1) of this section, the National Executive Committee shall have powers to extend its tenure in conjunction with BOT as follows:
 - (a) In any case of emergency, for a period not more than 3month.
 - (b) In any case of controversy deadlock arising from its inability to conduct an Election or from an inconclusive election for 6 months only. But where the Emergency deadlock persist the Board of Trustees will step in dissolve and take over cum appoint Administrator to administer the office for a period of not more than 6 months and conduct an election.

SECTION 9

REMOVAL OF OFFICERS: Notwithstanding section 7 (1) of this Constitution any Officer subject to this Association may be removed from office in accordance with the Provisions of this Constitution.

- (1) An officer may generally be removed if:-
 - (a) He is medically proved to be permanently incapacitated as to be unable to perform his functions
 - (b) He contravenes the Constitution of the Association of Nigeria Licensed Customs Agents.
 - (c) He is convicted of any criminal offence involve Dishonesty or Fraud.

- (2) **BEFORE AN OFFICER OF THE ASSOCIATION IS REMOVED, THE MEMBER OR MEMBERS SEEKING HIS REMOVAL SHALL:-**
 - (a) Give notice of the allegation against the officer in writing to the Chapter or the National Executive Committee as the case may be.
 - (b) Within 14 days of receipt of the notice, the Chapter Chairman or the National president (if against the Chapter Or the National President, the Chapter Vice Chairman or The National Vice President) shall cause the notice of Allegation to be served on the officer concerned person.
 - (c) The officer who was petitioned against shall within 14 days Of receipt of the notice deliver a written defense (if any) to The chapter or the NECOM
 - (d) The chapter or the NECOM shall within one month of receipt of the notice, set up a, panel or a committee to investigate, if found wanting, the panel Of committee shall make appropriate recommendation to the Chapter or the National Executive Council, the NEC shall request him to resign his office or be removed by simple majority of votes of members present and voting at a N.E.C
 - (e) If the report is in favor of the officer, the National Executive Council shall cause a notice of exemption to be issued to the member(s).

- (3) **RESIGNATION:** Any officer who gives notice of his intention to resign From the Association through either the Chapter or the National Executive Council stating his reason to do so may resign provided the Chairman or the National President shall in reply accept the resignation.

DEATH: When an officer dies his office shall be declared vacant for a period of 3 months of announcement of his demise, after which a bye election takes place to fill the vacant position as a follow up to Sub-Section 1,2, and 3 above. In the case of vacancy in any of the offices by way of removal as a result of any proved wrong doing, a bye election shall takeplace on or before the expiration of 3 months that is to allow for an appeal to be heard.

SECTION 10

ESTABLISHMENT OF ZONES AND CHAPTERS:

For the purpose of administrative convenience, the Association shall be divided into ZONES, and the Chapter shall INCLUDE:

- (a) Apapa Sea Port
- (b) Lily pond Apapa II
- (c) Tin can Island sea- port I
- (d) Pan Atlantic sea -port- II
- (e) Grimaldi PTML terminal
- (f) Murtala Mohammed International Airport, Ikeja, Lagos.
- (g) Murtala Mohammed Airport Cargo, Ikeja, Lagos
- (h) Seme Border Station
- (i) Idiroko Border Station
- (j) Ogun II Command
- (k) Ikorodu Lighter Terminal (FOR THE WESTERN ZONE)
- (l) Port Harcourt sea port (Rivers Area I)
- (m) Port Harcourt International Airport (Rivers Area II)
- (n) Onne sea-port (Rivers Area III)
- (o) Oil and Gas Free Zone (Rivers Area (iv)
- (p) Warri /Delta Sea Port
- (q) Akanu Ibiam International Airport Enugu
- (r) Calabar Sea port (FORESTERNZONE)
- (s) Nnamdi Azikiwe International airport (F.C.T)
- (t) Sokoto
- (u) Aminu Kano International Airport (FOR NOTHERN ZONE)

SECTION 11

ADMINISTRATION OF THE CHAPTERS: The affairs of chapters shall be run and managed by the Chapter Executive Committee subject to the Provisions of this constitution.

- (1) No chapter shall perform its functions or run its affairs in accordance with this Constitution if:
 - (a) It is not subject to this constitution.
 - (b) It is not loyal to the National Executive Council.
 - (c) Members of its Executive Committee have not subscribed to the Oath of office and allegiance prescribed in Section 31 of this business.
- (2) Officers of the Chapter Executive Committee shall be the followings:-
 - (a) Chairman
 - (b) Vice Chairman
 - (c) Secretary
 - (d) Assistant Secretary
 - (e) Financial Secretary
 - (f) Treasurer
 - (g) Publicity Secretary
 - (h) Such other Offices, Committee or Special Assistants that the Chapter Executive Council may from time to time deem necessary to appoint.
- (3) The duties of the Chapter Executive Officers shall be mutatis mutandis or a corollary of the duties of similar officers of the National Executive Committee.

SECTION 12

FUNCTIONS OF THE CHAPTER, EXECUTIVE COMMITTEE

The duties of the Chapter Executive Officer shall be MUTIS MUTANDIS in its functions as the Chapter Executive Committee, the Chapter shall:

- (a) Submit to the National Executive Council through the Zonal Office from time to time or at such period the N.E.C, may demand, a comprehensive, interim, ad-hoc or comprehensive report of the activities and progress of the Chapter.
- (b) Convene and regulate meetings of the Chapter.

- (c) Take all necessary measures in accordance with the provisions of this Constitution to ensure Law and Order in the Chapter.
- (d) Keep 40% of the Registration or subscription fees for the running of its day to day activities, and 10% for the zonal office as fund for the running of the zone, 10% for the board for the running of the Board.
- (e) Remit the 40% of the total revenue of the chapter to the Association's Headquarters and notifies the Zonal Office.
- (f) Submit a list of all members of the chapter to the Zonal Office for onward transmission to the National Executive Council.
- (g) Appoints, confirm, dissolve, and remove standing/ad-hoc committees subsidiary officials of the chapter.
- (h) Discipline any erring member of the chapter or any member of the executive council whose action is deemed contrary to the interest of the chapter in particular and the Association in general in accordance to this constitution.
- (i) Report to the National Executive Council through the zonal office the activities of any erring member of the chapter for disciplinary action.
- (j) Attend any meeting or ceremony the National Executive Council may from time to time convene or designate upon a notice given for that purpose.
- (k) Prepare the chapter's annual budget, which shall be submitted to the NEC through the National Financial Secretary not later than sixty (60) days before the preparation of the Association's Annual Budget by the NEC.
- (l) Formulate any administrative policies convenient for the day to day running of the Chapters subject to the approval of the National Executive Council provided that any policy made by the chapter which is inconsistent with the provisions of this constitution shall to the extent of its inconsistency be null and void.

- (m) Administer the funds of the Chapter subject to the provisions of this constitution.
- (n) Recommend amendment or review or any other alteration to the constitution to the N.E.C. by way of memorandum
- (o) Do or carry out any other assignment or things the National Executive Council may from time to time direct it to do.

SECTION 13

(1) **BOARD OF TRUSTEES:** The Association shall have a Board of Trustees (hereinafter referred to as the Board) which shall be incorporated in accordance with PART C of the COMPANIES AND ALLIED MATTERS ACT 2000.

(2) **THE BOARD SHALL:**

- (a) Have perpetual succession,
- (b) Have a common seal
- (c) Sue or be sued in its corporate name.
- (d) Shall sit at least 3 times a year

(3) **QUALIFICATION OF TRUSTEES:**

A person shall not be qualified to be appointed as a Trustee if:-

- (a) He is an infant; or
- (b) He is a person of unsound mind; or
- (c) He is an un-discharged bankrupt; or
- (d) He has been convicted of an offence involving fraud or Dishonesty within ten years of proposed appointment.
- (e) He is a member of similar Association holding any office whatsoever in that Association.

(4) **ELECTION OF TRUSTEE:**

- (a) A person shall be elected a trustee of the Association at the Annual General Meeting or the Association duly convened for that Purpose: provided that the number of Trustees shall always be Nine (9).

5 **FUNCTION:-** The Board in its function shall:

- (a) Hold, acquire, transfer, assign or otherwise dispose or any property or

interests therein belonging to or held for the benefit of the Association. In such manner and subject to such restrictions which the board might impose for the benefit of the Association.

- (b) Be vested with all property and interest or whatever nature or tenure belonging to or held by any person in trust for the Association.
- (c) Administer the Association for one month within which election will be concluded and shall continue for a maximum of 6 months if it was impossible to conduct or conclude election or under extreme necessity.
- (d) Recommend members of Association's Electoral Commission (ASECO) to be ratified by the National Executive Council and monitor all elections.
- (6) **TENURE:** A Trustee shall hold office for a term of six (6) years PROVIDED ALWAYS that he/she shall not hold office for more than one term. Subject to the provisions of this constitution members of the Board shall be removed if:
 - (a) He resigns from the Board.
 - (b) He is deceased.
 - (c) He is proved insane and unable to perform his functions.
 - (d) He ceases to be a member of the Association.
 - (e) He is convicted of an offence involving fraud or dishonesty.
 - (f) He becomes bankrupt,
 - (g) His actions, activities or utterance are inconsistent with his oath of office/allegiance
 - (h) He ceases to reside in Nigeria.
 - (i) He fails the mandatory 3 (three) times annual sitting.

- (7) **REMOVAL OF TRUSTEE(s):** A trustee shall be removed from the Board subject to this Constitution wherever a notice of any allegation in writing signed by not less than one-third of the National Executive Council.
- (a) The notice shall state the offence and specify detailed particulars.
- (b) Within 14 days of receipt of the Notice, the National President shall cause the Notice to be served on the trustee(s) whose conduct is the subject of the Notice.
- (c) Such trustee(s) shall within 14 days of receipt of the notice from the National President deliver a written defense, if any to NEC through the National Secretary who shall within 14 days refer same to the National Disciplinary Committee for investigation and recommendation.
- (d) Within one month of receipt of the Notice, the chairman of the NEC shall convene an extraordinary meeting of the NEC where motion for the discharge or removal shall be passed by the votes of not less than two-third majority of all members of National Executive Council present and voting. Investigation of the allegation(s) against the trustee shall be moved.
- (e) Such motion of the council that allegation investigated shall not be declared as having been passed unless it is supported by the votes of not less than two-third majority of all the members of National Executive Council present and voting.
- (8) **REPLACEMENT:** Where the Association intends to replace a trustee in case of a vacancy in the Board or Appointment of additional Trustee(s), a General Meeting shall be convened for that purpose and the name(s) of the elected Trustee(s) forwarded to the Registrar General, of CAC in the prescribed form for approval and registration.

SECTION 14

GENERAL ADMINISTRATION: The Association shall be generally administered by the National Executive Committee in collaboration with the Chapter Executive Committee and any other standing or Ad-Hoc Committees set up in that behalf subject to the provisions of this Constitution.

SECTION 15

COMMON SEAL: The common seal of the Association shall have such Device as may be approved by the National Executive Council and any Instrument to which the common seal has been affixed in apparent Compliance with the regulations for the use of the common seal shall be binding on the Association, every member and authority in the Association. The use of the seal shall be discussed and ratified by NEC and such contained in the minute book.

- (i) **C U S T O D Y OF THE COMMON SEAL:** The common seal shall be in the Custody of the National Secretary who shall produce it when needed.

SECTION 16

(1) **SOURCES OF INCOME:**

The Association shall receive its income from:

- (a) The launching or appeal for fund
(b) Registration fees.
(c) Donations
(d) Fines & Levies
(e) Practicing fees and
(f) Proceeds from investment and project

(2) **REGISTRATION FEE:**

Notwithstanding section 4 of this constitution every member shall cause its corporate name to be registered with the Association with of N10,000 subject to such review, the National Executive Council may from time to time direct or approve.

SECTION 17

BANKERS: The Association shall have and operate account with reputable banks.

SECTION 18

EXPENDITURE:

- (1) The finance Of the Association shall be expended by the Chapter Executive Committee for the chapter and the National Executive Committee on approved projects in accordance with this constitution and the budget.
- (2) In case of any emergency or contingency, the National President in conjunction with or without any other member(s) of the National Executive Committee may spend or approve for spending such Amount of money not exceeding N500, 000.00 subject to accurate expenses accounting to the N.E.C in one year.
- (3) In the case of the chapter, the Chapter Chairman in conjunction with the Chapter Executive spend or approve for spending such amount of money not exceeding N100,000 subject to accurate account to the C.E.C thereafter.
- (4) Subject to the approval of the NECOM, the National Treasurer shall have powers to maintain an impress account not exceeding N50,000.00 at any time. And in requesting for new impress, the National Treasurer shall satisfy the National Executive Council of the nature of projects, and matter on which the previous sum was expended.
- (5) In every project or matter approved by NEC, upon which money is to be expended, the National Financial Secretary shall raise a bill, cheque, voucher or receipt which the National Treasurer shall countersign subject to the National President approval.
- (6) For the purpose of any banking or financial transaction of the Association, the President and anyone of the under-listed shall redeem duly authorized signatories of the Accounts of the Association to wit:
 - a. National Secretary
 - b. National Treasurer
- (7) In the case of the Chapter, Sub Section 6 of this section shall apply
MUTATIS MUTADIS

SECTION 19

AUDITORS

1. The Association should appoint a committee known as National Audit Committee which shall have powers to audit the account of the Chapters of the Association from time to time especially for every year ending 31st December and at the end of the tenure of any successive administration so that the incoming government would know financial position of the chapter of the Association in general before assuming office.
2. The Association shall appoint an Auditor at the Annual General Meeting of the Association who shall hold offices for 1 year but may be re-appointed.
3. The Auditor so appointed shall have powers:
 - a. To audit the account of the Chapter and the National Executive Committee of the Association (past or present).
 - b. Formulate his procedure for carrying out his functions.
 - c. Invite or order any person or officer of the Association to appear and give testimony or give explanation of facts or figure before it.
 - d. Discover or inspect any books, ledger, document, data or Instrument of the Association pertaining to its function.
 - e. Submit report of its finding to the Association or any person authorized by the Association to receive such report.

SECTION 20

GRAND PATRON AND PATRONS/MATRONS: The Council shall after due consultation appoint a Grand Patrons and Patrons, Matrons for the Association.

- (a) If he so accepts, the Head of State or President and Commander -in Chief of the Armed Forces of Nigeria as Grand Patron.
- (b) If he so accept the Minister in charge of the Ministry controlling the Nigeria Customs Service as Patron and
- (c) Any other person of proven integrity as Patron or Matron of the Association.
- (d) The Grand Patron, the Patron and the Matron shall be relied on for moral and financial support.

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**SECTION 21
MEETINGS:**

- (1) **NATIONAL EXECUTIVE COUNCIL:** Shall be held at least once a year provided the NEC can hold Emergency Meetings as the need arises.
- (2) **CHAPTER EXECUTIVE COMMITTEE:** Must meet from time to time at least once in a month subject to its convenience as the Chairman of the Chapter may by an express order of adjournment designate excluding Emergency.
- (3) **CHAPTER GENERAL MEETING:** Shall meet from time to time subject to Convenience as the Chairman may by express order of adjournment designate.
- (4) **COMMITTEE(S):** Shall meet as it deemed fit necessary for the Execution of it function.
- (5) **QUORUM:** Unless as otherwise provided, the quorum for the aforementioned Meeting shall be satisfied.
 - (a) In the case of Chapter General Meeting and Chapter Executive Committee when the Chairman or his Vice and the Secretary or his Assistant with simple majority of its respective members sit for the meeting(s).
 - (b) In case of the National Executive Committee, when the National President, the Vice president, the National Secretary or his Assistant with a simple majority of its respective sits for the meeting(s).
- (6) **ATTENDANCE AT MEETINGS:** A person who is not a member of NEC, NECOM or CEC shall not be entitled to attend its meeting unless:
 - (a) He is specifically invited.
 - (b) All registered members shall be entitled to attend the Annual General Meeting and Chapter General Meeting and must be admitted upon showing his Association National ID Card, Attendee is a nominee of a corporate member.

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- (7) **LANGUAGE:** The official language to be used shall be English Language.
- (8) No member shall speak in any meeting except express by the Presiding Officer of the meeting. And every speaker shall use polite language to address a fellow member and the council.
- (9) Every speaker shall address the presiding officer impersonally and address the fact in issue, where a speaker departs so to those he shall be over ruled by the Presiding Officer.
- (10) The Presiding Officer shall have powers to control the deliberations in such manner as is done in any civil society.
- (11) A prospective speaker shall notify the Presiding Officer of his intention to speak by raising his hand so that he is granted leave to speak.

**SECTION 22
ELECTIONS:**

- (1) Election of the National Executive Committee shall be held during the last National Executive Council Meeting at the end of each tenure.
- (2) Such election shall be conducted within three months prior to the end of tenure of each administration. All elections shall be governed by the following provisions.
 - (a) In the case of Chapter, the Chairman of the ASECO shall by a PUBLICATION 3 months before the expiration of tenure of the administration lift the ban on campaign for election into various offices.
 - (b) In case of the National Executive Committee, the Chairman of ASECO shall by a PUBLICATION made 3 month before the expiration of the National Officers tenure lift ban for campaign into the various offices.
 - (c) The Election Commission (hereinafter referred to as "ASECO") shall have a Chairman who shall be the RETURNING OFFICER.
 - (d) ASECO shall have power to:

- (i) Screen, reject, disqualify, suspend or cause to be suspended candidature of candidate(s) for the election who has not satisfied the provisions of this constitution.
- (ii) Announce, publish or cause to be announced the results or published the result of the elections in such manner it fit.
- (iii) Formulate its procedure for the election.

MODE OF ELECTION: A candidate(s) vying for any position established in this constitution shall:

- (a) Present a clearance and an authority letter from bonafide corporate member of he represents.
- (b) Declare and give notice in writing addressed to the ASECO Chairman of his interest to contest the election.
- (c) Pay such fees, as approved by the ASECO,
- (4) The election shall be conducted within three (3) months prior to the Expiration of the TENURE OF THE EXECUTIVE COUNCIL AND THE NATIONAL EXECUTIVE COUNCIL as the case may be.
- (5) **A CANDIDATE FOR THE ELECTION SHALL HAVE THE RIGHT:**
 - (a) To campaign or canvas's for votes.
 - (b) Issue manifestoes.
 - (c) Declared his program action, and
 - (d) Carry out other things by the electoral regulations
- (6) The election shall be held on a place to be designated by the ASECO
- (7) A candidate with simple majority of vote shall be declared the winner for any contested office and a sole candidate for any contestable office at the close of nomination shall be returned as un-opposed.

SECTION 23

VOTING:- Save as may be otherwise directed by the, ASECO, the voting System shall be by secret balloting or such other the ASECO may decide for fairness and expediency.

SECTION 24

DISCIPLINES-

- (1) Members of the Association shall conduct themselves in proper manner during any gathering of the Association and beyond.
- (2) A person subject to this Constitution shall not be punished by the Association except in accordance with this constitution.
- (3) No person shall be Discipline, Punished or made to suffer in the Association except in accordance with this Constitution, therefore where member or its servant or representative contravenes any rule, order, regulation or Law of the Association, the Association shall causes the member to be heard by the Disciplinary Committee through its servant or representative(s).
- (4) Where any dispute or matter arises between a member and or member(s) of the Disciplinary Committee the members of the Disciplinary Committee shall not be competent to hear the matter and shall refer the dispute to NEC.
- (5) Any person whose utterance, activities or business is anti-Association or inconsistent with any rule, order, regulation or law of the Association shall be liable to face or tried by Disciplinary Committee
- (6) Any person subject to this Constitution convicted of criminal Offence by a court of competent jurisdiction in Nigeria in relation to any conduct or transaction made under this shall cease to be a member this Association provided the conviction is not appealed against.
- (7) In pursuance of this section, it shall be unlawful for any member to use an abusive word, defamatory language or make such sarcastic statement or comments capable of exciting disaffection or disorder among the member(s).

8. All person who is not satisfied with the decision of the disciplinary Committee at the Chapter level shall have the right to appeal to the National Executive Council, whose decision on any Matter shall be final.
- (9) Unless as may be otherwise specifically stipulated in any part of this constitution, any offense committed in breach of this norms, Ethics, Customs or Regulations of the Association or such other offences committed either by omission, negligence shall be met constitutionally With sanctions proportionate to the offence committed.
- (10) Where a case of embezzlement, fraud or gross financial misappropriation is established or made against any member or official, shall be met Constitutionally and or apply appropriate legal measures or actions against the member or the official.
- (11) No member of the Association dismissed from either the public or private sector shall be eligible to hold any office within Association.

**SECTION 25
COMMITTEES**

- (1) The Chairman of the Chapter or the National President shall have Powers to set up from time to time such Ad- hoc committee(s) he shall deem fit and necessary for the execution of the functions of his office.
- (2) There shall be established the following standing committees:
 - (a) Chapter Disciplinary Committee under the Chairmanship of the VICE CHAIRMAN.
 - (b) National Disciplinary Committee under the chairmanship of VICE PRESIDENT.
 - (c) Election Commission (ASECO) under the supervision of the BOARD OF TRUSTEES
 - (d) National Task Force under the National President
 - (e) Organization, Protocol and Security Committee under the Chairmanship of the NATIONAL PUBLICITY SECRETARY /IMAGE MAKER
- (3) The Chapter Disciplinary Committee shall comprise the Vice Chairman of the Chapter as the Chairman, A Legal Adviser as the Secretary and three other members to be appointed by the Chapter Executive Committee and make appropriate recommendation.

- (b) The committee shall submit its report or recommendations to the Chapter Committee or the National Executive Committee as the case maybe.
- (4) The National Complaints, Investigation and Disciplinary Committee shall comprise of a Chairman, the National Legal Adviser as the Secretary and (3) other members to be appointed by the National Executive Committee.
- (i) They shall have powers to investigate, hear and determine any matter brought before it by members of the National Executive Council and report to the Vice President for discipline.
- (ii) The Committee shall submit its reports or recommend to the National Executive Council or the Board of Trustee as the case maybe.
- (iii) The National Task Force and other committees established under this section shall be set up by the NEC with such duties as the Nomenclature shall determine.

SECTION 26

ARBITRATION:

- (1) Notwithstanding anything to the contrary, no member as an individual or in his corporate capacity shall commence, institute or take legal action against the Association or its official or Trustee without exhausting the remedies provided in this Constitution.
- (2) All dispute, differences and claims between a member and the Association or its official or vice versa shall be resolved by resort to arbitration in accordance with the provision of the ARBITRATION AND CONCILIATION ACT LFN 2004.
- (3) Any person subscribing to membership of this Association is deemed to have agreed to this provision as a condition of his membership.
- (4) The aggrieved person shall give notice to the Board of Trustee (BOT) to call for Arbitration Panel.

- (5) The BOT shall constitute a panel in conjunction with the aggrieved party.
- (6) Any person that willfully violate this conditional membership provision of the Association, by proceeding to court without taking first the advantage of arbitration process as provided herewith shall be expelled as a penalty from the Association.

SECTION 27

MISCELLANEOUS PROVISIONS

- (1) **LEGAL ADVISER:** The Chapter Executive Council and the National Executive Council shall appoint their respective Legal Advisor(s) for Legal advice;

In the case of the National Headquarters, a National Legal Adviser(s) shall be appointed for the Association:- Legal Adviser shall

- (a) Be member of the Disciplinary Committee.
- (b) Attend the N.E.C or C.E.C when invited to do so.
- (c) Give Legal Advice, Legal opinion or take other legal Measures or actions for the Association as the case maybe.
- (d) Do other things with the Association from time to time, specify and instruct.

ALLOWANCE OF POCKET EXPENSE:

Association shall from time to time pay out members, officers such amount of money as allowance or out of pocket expenses as the Chairman of N.E.C may approved or direct PROVIDED that such amount spent or such allowances is properly recorded and accounted for;

- a. The Board of Trustees shall be entitled to 2% of the 40% remittance from the Chapters.
- b. Nothing in this constitution shall preclude the Association from paying for services done to it by members, its servant's representative or contractors.

SECTION 28

DEATH, OTHER CEREMONIES:

Where an authorized Representatives servant of a corporate member is deceased or is hosting a social function the Association may if it deem it necessary, be represented at the funeral or as may be approved by the NEC or C.E.C and may equally receive at such things, gift and donations as may be presented to it there at. Replacement of deceased officer should be by bye election, same as an officerwho resigned/removed.

SECTION 29

CEREMONIES:

The Association shall convene and such ceremonies, as may be deemed by NEC.

SECTION 30

EMERGENCY POWERS OF THE PRESIDENT

- (I) The Executive President shall in the exercise of his emergency Power have the power to suspend Chapter Executive that fail to fulfill their obligations to the National Headquarters and appoint immediately a caretaker from amongst the other members of the chapter as an Administrator and report same at the next N.E.C.
- (II) Such emergency shall be in operation for not more than Ninety (90) days during or immediately after which election shall be held to fill all the vacant position in that chapter.
- (III) No member of the suspended or dissolved Executives Council of the Chapter, shall if found guilty be qualify to stand for election into the Chapter Executive Council for 4 years, after which any or all of them shall be qualified to do so.
- (IV) Where Executive President in the exercise of such emergency power suspended the entire Executive Council of a Chapter he shall report in writing to the National Executive Committee and the Board of Trustees within two (2) weeks of such suspension.

(2) OTHER EMERGENCY POWER

Where any issue or matters arise which is not covered or contemplated in this Constitution the BOT and or NECOM shall have power to take.

decision for immediate resolution Of the issue or matter in the best interest of the Association and report same to next NEC meeting.

SECTION 31

OATH OF ALLEGIANCE

I National President, National Vice President, National Secretary etc, Chapter Chairman, Vice Chairman, Secretary etc, of the Association of Nigerian Licensed Customs Agents do hereby Swear / affirm that I shall be faithful and dedicated in executing the duties of my office, I shall uphold and abide with the provisions of the constitution of the Association of Nigerian Licensed Custom Agents, I shall not by virtue of my position as
(State the position) of the Association intimidates, victimize or oppress any member of the Association. I shall defend protect, the image, name, fame, and reputation of the/ Association. I shall also bear true allegiance to the Association, bring glory to the Association and direct my actions to the fulfillment of the aims and objectives of the Association,

So help me God.

Signature:

Office:

Name of office:

Date:

SECTION 32:

AMENDMENT:

This constitution shall only be amended, altered or repealed wholly or in part by at least two-third votes of the Association present in its General Meeting.

SECTION 33

SPECIAL CLAUSE

- (1) The income and property of the Association of Nigeria Licensed Customs Agents whatsoever derived shall be applied solely towards the of the promotion of the objectives of the **ASSOCIATION OF NIGERIA LICENSED CUSTOMS AGENTS** as set forth in the constitution; and no portion thereof shall be paid or transferred directly or indirectly by way of a dividend bonus or otherwise by way of profit to the member of the **ASSOCIATION OF NIGERIA LICENSED CUSTOMS AGENTS**.
- (2) PROVIDED that nothing herein shall prevent the payment in Good Faith of reasonable and proper remuneration to an officer servant of the **ASSOCIATION OF NIGERIAN LICENSED CUSTOMS AGENTS** in return for any service actually rendered to the ASSOCIATION but so that no member of the council of Management or governing body shall be appointed to any salaried Office of the ASSOCIATION paid by fee.
- (a) That not remuneration or other benefit in money shall be given by the ASSOCIATION to any member of the councils or governing Body except repayment of out of pocket expenses or reasonable and proper rent for premises, demised or let to the ASSOCIATION Provided that the provision last aforesaid shall not apply to any Payment to any company of a member of the **Association of Nigeria Licensed Customs Agents** if, it is company in which such member does not hold more than one hundredth part of the capital and such member shall not be bound to account for any share or profits he may received in respect of any such payment.
- (3) In the event of winding-up the **ASSOCIATION of Nigeria Licensed Customs Agents**, and there remain after the satisfaction of all debts and liabilities, any property whatsoever, the Same shall be given or transferred to some other institution or institutions having object similar to the object of Association of the Nigeria Licensed Custom Agents and the body or bodies are Prohibited from distributing its income and property amongst its or member to an extent at least as great as imposed on the Association and if in so far as effect cannot be giving to the aforesaid provision, then chartable object.

**This constitution was adopted by the association
on this**

16th day of December, 2020

FOR AND BEHALF OF THE

**ASSOCIATION OF NIGERIA LICENSED
CUSTOM AGENT**



PRESIDENT



NATIONAL SECRETAR