

**CONSTITUTION  
OF  
THE AFRICAN ORGANIZATION OF  
PUBLIC ACCOUNTS COMMITTEES  
(AFROPAC)  
AS AGREED ON 1<sup>ST</sup> SEPTEMBER 2016  
NAIROBI, KENYA**

**CONSTITUTION**  
**OF**  
**THE AFRICAN ORGANIZATION OF PUBLIC ACCOUNTS COMMITTEES**  
**(AFROPAC)**

**PREAMBLE**

**RECOGNISING that:**

In a parliamentary democracy, Parliament (Legislature) has ultimate authority over the public funds and through Public Accounts Committee (PAC) focuses on the oversight of public funds and the control or protection of the “public purse”

**NOTING that:**

Since Public Accounts Committees of Parliaments of African member states perform similar functions without political party influence, there is a need for these committees to be linked to pursue common goals and objectives

**THEREFORE**

Creating a unified structure where PACs from the entire African continent can share knowledge and experience and in so doing strengthen their individual capacity.

**NAME**

The name shall be the “**AFRICAN ORGANIZATION OF PUBLIC ACCOUNTS COMMITTEES**” herein referred to as **AFROPAC**.

**MOTTO**

The motto of AFROPAC shall be “**With Accountability, transparency and Value for money we can build our continent**”

## CHAPTER 1

### AIMS, OBJECTIVES AND PRINCIPLES OF AFROPAC

#### Definitions

In this Constitution and in the Regulations issued in terms thereof, unless the context indicates otherwise,

1. "African Parliament" means the Parliament of an African State recognised by the African Union (AU).
2. "AFROPAC" means the African Organization of PACs.
3. "AFROSAI" means the African Organisation of Supreme Audit Institutions.
4. "Chairperson" and "Deputy Chairperson" means the members appointed by the GM
5. "Secretary General" means the person appointed by the GM to be responsible for the Secretariat.
6. "Committees" mean the committees established by the GM.
7. "Member" means any PAC that has been formally accepted by the GM as a member of AFROPAC
8. "PAC" means Public Accounts Committee.
9. "SAI" means Supreme Audit Institution, which is such public body of a country which, however designated, constituted or organised, exercises by virtue of law, and the highest public auditing function of that country.
10. "Seat of the Secretariat" means the country hosting the Secretariat as nominated by the GM
11. "GM" means GENERAL MEETING.
12. "AU" means African Union.
13. "Treasurer General" means the person appointed/elected by the GM to be responsible for the financial affairs of AFROPAC.
14. "EXECUTIVE COMMITTEE" means representatives elected from amongst Member Countries and whose powers and functions are defined as per article 11 of the AFROPAC Constitution.
15. "Member Country/State" means the African country from which a Member comes
16. "Office Bearers" mean elected representatives of the EXECUTIVE COMMITTEE referred to in Article 15 in the AFROPAC Constitution.
17. "Pan African Parliament" means the legislative body of the African Union.

#### Article 1

##### Aims

The aims of AFROPAC are to:

1. promote Good Governance, Accountability and Transparency in the continent
2. encourage and strengthen the relations among the PACs in the continent
3. promote free flow of information particularly amongst PACs in the continent

#### Article 2

##### Objectives

In order to enhance public sector accountability, AFROPAC will strive to achieve the following objectives to:

1. enhance Parliamentary oversight over financial accountability in Africa
2. share experiences amongst its Members.
3. promote professional and technical development and co-operation amongst its Members and other bodies such as the African Parliament and AFROSAI.
4. promote and maintain relations with national, regional and international institutions promoting transparency, accountability and good governance of public resources.
5. support the independence of Supreme Audit Institutions (SAIs) in terms of Lima and Mexico declarations.

6. building institutional capacity of AFROPAC member countries

### **Article 3**

#### **Principles**

AFROPAC shall recognize as a matter of principle -

1. the equality of all Members;
2. the right to membership
3. the Laws by which each PAC is governed; and
4. the Laws of the Pan African Parliament

## **CHAPTER 2**

### **MEMBERSHIP AND RESPONSIBILITIES**

#### **Article 4**

##### **Membership**

1. Membership of AFROPAC shall be open to all national PACs or similar Committees in Africa which accept and commit to the constitution and are formally accepted as members of the AU.
2. Each Member shall pay the annual membership fees by 31<sup>st</sup> December of each year as determined by the EXECUTIVE COMMITTEE and approved by the GM. If a Member fails to meet its obligations in this regard for two (2) years, the participation of such Member may be suspended by the GM on the conditions that the EXECUTIVE COMMITTEE may recommend.
3. Withdrawal as a Member from AFROPAC shall be effected by a ninety (90) day notice in writing to the EXECUTIVE COMMITTEE through the Secretariat.
4. If a Member country fails to comply with the Statutes / rules and regulations of AFROPAC, the participation of such Member may be suspended by the GM on recommendation of the Governing Council.
5. Membership of AFROPAC shall be granted per country.
6. Sanctions may be imposed, by the GM, against a Member who fails to pay the membership fee after a period of twenty four (24) months.
7. A) This Constitution recognizes Regional Associations of PACs as strategic partners.  
  
B) The AFROPAC roles and responsibilities shall be complementary to the regional bodies.

#### **Article 5**

##### **Membership to other organisations**

The GM of AFROPAC shall approve membership to other organisations

#### **Article 6**

##### **Responsibilities of Members**

Members shall have the following responsibilities to:

1. pay their annual membership fees.
2. attend all events and meetings as approved by the GM or to submit properly motivated apologies for non-attendance in writing to the Secretariat.

3. actively participate in the activities of AFROPAC.
4. provide information as required by the Secretariat timeously.
5. share information on subjects of common interest and to make use of the products developed by AFROPAC.
6. make subject matter experts and trainers available as far as possible for the advancement of AFROPAC programmes.
7. commit to the highest possible level of best practices.
8. co-operate with regard to reviews required by the GM and donors or other related programmes providing support to AFROPAC.
9. commit themselves to any other activity required by the GM, EXECUTIVE COMMITTEE or Secretariat from time to time.

## **CHAPTER 3**

### **ORGANISATION**

#### **Article 7**

##### **Structure**

The structure of AFROPAC shall be as follows:

1. GM
2. The EXECUTIVE COMMITTEE
3. Conference
4. The Permanent Secretariat

## **CHAPTER 4**

### **GENERAL MEETING (GM)**

#### **Article 8**

##### **Composition**

The GM shall consist of:

- (a) The EXECUTIVE COMMITTEE;
- (b) Three (3) delegates per Member State.

#### **Article 9**

##### **Powers and Responsibilities**

The GM shall be the supreme authority of AFROPAC and shall have the following powers and responsibilities to:

1. take policy decisions and provide strategic direction, review progress and establish guidelines necessary to attain the objectives of AFROPAC.
2. approve the work plans and budgets of AFROPAC.
3. approve reports on the activities of AFROPAC including the report of the external auditor, the audited financial statements and annual report.

4. amend the constitution of AFROPAC provided that:
  - (a) Amendments to the constitution are adopted by a decision of two thirds of all paid-up Members
  - (b) Proposed amendments are submitted to the EXECUTIVE COMMITTEE two (2) months before submission to the GM.
5. approve rules and regulations of AFROPAC.
6. appoint the external auditors of AFROPAC.
7. approve the terms of reference of Committees
8. approve recommendations of Committees
9. approve donor support programmes.
10. approve the appointment of institutional partners.
11. deal with issues not specifically provided for in this constitution to advance the activities of AFROPAC.
12. approve membership of AFROPAC
13. appoint the members of the EXECUTIVE COMMITTEE
14. adopt all official documents of AFROPAC

## **Article 10**

### **Meetings and Quorum**

1. The GM shall be held every two years, provided that the GM on the recommendation of the EXECUTIVE COMMITTEE may meet at any other time to consider matters of urgency.
2. A third of the registered members of the Member Countries shall constitute a quorum at the GM.
3.
  - (a) The chairperson or, in the chairperson's absence, the Deputy chairperson of the Governing Council shall be the chairperson of the GM
  - (b) In the absence of the Chairperson and Deputy Chairperson the GM shall elect one of the representatives as the acting chairperson of the GM.

## **Article 11**

### **Voting**

1. Each Member Country/State shall have one (1) vote at the GM, which may be exercised by a show of hands or secret ballot, as will be agreed to by the GM from time to time.
2. A majority vote of Member Country/State present is needed for a decision.
3. A Member state is permitted to vote by formal written proxy.

## **Article 12**

### **Conferences of AFROPAC**

1. The AFROPAC Conference shall be held once per calendar year.
2. The Chairperson of the EXECUTIVE COMMITTEE shall be the chairperson of the AFROPAC Conference.
3. The hosting of the AFROPAC conference shall rotate amongst the Member countries,

4. The AFROPAC Conference shall consist of all Members and all invited guests as determined by the EXECUTIVE COMMITTEE.

## **CHAPTER 5**

### **EXECUTIVE COMMITTEE**

#### **Article 13**

##### **Composition and term of Office**

1. The EXECUTIVE COMMITTEE shall be elected for a four (4) year term on a rotational basis by the GENERAL MEETING and consists of a chairperson, deputy chairperson, secretary-general, deputy secretary-general and treasurer general as well as a representative of a Member Country from each of the four (4) African regions, provided that:
  - (a) No Member Country/State may have more than one (1) representative on the EXECUTIVE COMMITTEE. This provision shall not apply to a Member Country, which the chairperson of the EXECUTIVE COMMITTEE comes from.
  - (b) No Member country/state may be appointed to more than one (1) Committee; but a Member country may participate in other Committees as an observer.

#### **Article 14**

##### **Powers and functions**

1. The EXECUTIVE COMMITTEE of AFROPAC is the body that:
  - (a) Presents policy proposals to the GM;
  - (b) Ensures, through the Secretary General, that the Secretariat implements the mandate of the GM, Constitution and Policies of AFROPAC;
  - (c) Approves the annual work plan and budget prepared by the Secretary General for submission to the GM; and
  - (d) Invites guests that may be in attendance at the GM or conferences and other events of AFROPAC.
2. The EXECUTIVE COMMITTEE may determine and control its internal arrangements, proceedings and procedures, subject to this Constitution, to facilitate its duties in the most cost-efficient and effective manner.
3. The EXECUTIVE COMMITTEE may establish Committees to govern the activities of AFROPAC.  
Such Committees could include the following:
  1. Audit Committee
  2. Human Resources and Capacity Building Committee
  3. Finance Committee
4. Unless the EXECUTIVE COMMITTEE decides otherwise, committee members shall appoint a chairperson, Deputy-chairperson and secretary from themselves for a period of (2) two years.

## **Article 15**

### **Functions of Office Bearers**

1. The Chairperson shall:
  - (a) preside over the GM, Conferences and the EXECUTIVE COMMITTEE
  - (b) ensure all resolutions of AFROPAC are implemented
  - (c) exercise or perform duties as outlined in the constitution and/or such duties delegated or prescribed by the EXECUTIVE COMMITTEE, Conference and GM
  - (d) ensure that an annual EXECUTIVE COMMITTEE Report is submitted to the GM
  - (e) make pronouncements for and on behalf of the EXECUTIVE COMMITTEE, Conference and the GM
2. The Deputy Chairperson shall:
  - (a) function as Chairperson in the absence of the Chairperson or if the Chairperson is unable to perform his or her duties and perform any duties delegated by the EXECUTIVE COMMITTEE
3. The Secretary General shall:
  - (a) coordinate activities of AFROPAC subject to the direction of the EXECUTIVE COMMITTEE
  - (b) ensure governance meetings, including the preparation of documentation and follow-up meetings, are carried forward
  - (c) coordinate AFROPAC events i.e. conferences, workshops and trainings
  - (d) oversee all secretariat activities
  - (e) table the annual report of the EXECUTIVE COMMITTEE to the GM
  - (f) ensure all committees are functional
  - (g) ensure the safe custody of all assets and property of AFROPAC
  - (h) develop policies and regulations
  - (i) in collaboration with the Treasurer General, oversee and approve AFROPAC expenditure
4. The Deputy Secretary General shall:
  - (a) ensure the recording and capturing of meeting i.e. EXECUTIVE COMMITTEE, Conference and GM
  - (b) assist the Secretary General and function as Secretary General in his or her absence and perform duties delegated by the EXECUTIVE COMMITTEE
5. The Treasurer General shall:
  - (a) head and coordinate the fund raising activities of AFROPAC
  - (b) compile annual fundraising report of AFROPAC
  - (c) table budget and financial statements of AFROPAC

## **Article 16**

### **Voting**

1. Each Member of the EXECUTIVE COMMITTEE shall have one (1) vote.
2. The Chairperson of the EXECUTIVE COMMITTEE shall have a casting vote.
3. A majority of votes is required for a decision.

## **Article 17**

### **Meetings and quorum**

1. The EXECUTIVE COMMITTEE shall meet at least twice per calendar year.
2. A quorum of a third of the Members must be present before a decision may be taken.
3. The chairperson or, in the chairperson's absence, the Deputy chairperson of the Governing Council shall be the chairperson of the EXECUTIVE COMMITTEE
4. in the absence of the Chairperson and Deputy chairperson the EC shall elect one of the representatives as the acting chairperson of the EC.



## **Article 18**

### **Observers**

1. Representatives from AFROPAC and other organisations with purposes connected to those of AFROPAC may, participate as observers in the meetings or parts of the meetings of the Governing Council on invitation.
2. An observer shall not vote at AFROPAC meetings.
3. All Heads of SAs may be invited to attend.

## **CHAPTER 6**

### **THE SECRETARIAT**

## **Article 19**

### **Seat of the Permanent Secretariat**

The seat of the Permanent Secretariat of AFROPAC is Nairobi, Kenya.

## **Article 20**

### **Establishment**

1. There shall be a Permanent Secretariat for AFROPAC responsible for the day-to-day running of AFROPAC.
2. The Secretary-General shall be responsible for the Secretariat.
3. The Supreme Audit Institution of the Member country hosting the Secretariat shall provide management support and premises for the functioning of the Secretariat unless separate premises and management staff are provided.

## **Article 21**

### **Responsibilities**

The Secretariat shall have responsibilities to:

1. implement the decisions necessary for the functioning of AFROPAC in accordance with the direction provided by the EXECUTIVE COMMITTEE through the Secretary-General and the work plans approved by the GM.
2. prepare work plans and budgets.
3. notify Members of their assessed membership fees and to ensure the collection thereof.
4. prepare annual reports and audited annual financial statements.
5. compile policies and procedures as required.
6. compile the terms of reference of Committees as required.
7. assist Committees with the compilation of submissions.
8. provide secretarial support and other assistance needed by all bodies within the governing structure.
9. secure donor support for the programmes of AFROPAC and ensure compliance with the donor agreements.
10. facilitate support for bilateral agreements, where possible
11. collaborate with institutional partners approved by the EXECUTIVE COMMITTEE
12. monitor the activities of AFROPAC and its Members.
13. fulfil any other duties and responsibilities assigned by the EXECUTIVE COMMITTEE

## CHAPTER 7

### FINANCIAL ARRANGEMENTS

#### Article 22

##### Audit

1. The accounts of AFROPAC shall be submitted for auditing within two months of the end of the financial year.
2. The Secretariat shall keep records in line with General Accepted Accounting Principles (GAAP).
3. The accounts, financial statements and performance information of AFROPAC shall be audited by auditors appointed by the GM who shall report to the GM. This report shall be approved by the GM. The following institutions may qualify as auditors of AFROPAC.
  - (a) A SAI of AFROPAC Member country/state or
  - (b) An audit firm.
4. Audit costs will be covered by AFROPAC.
5. The Secretariat shall supply to the auditors any information required for the performance of their duties and shall assist them with their tasks.

#### Article 23

##### Financial provisions

The financial provisions and funds of AFROPAC shall be as follows:

1. The accounting policy of AFROPAC shall be approved by the GM
2. The financial year of AFROPAC shall be from 1st of January to the 31st of December each year.
3. AFROPAC must keep proper records and books of account which fairly reflect the affairs of AFROPAC.
4. The income and property of AFROPAC shall be used solely for the promotion of the aims and objectives of AFROPAC as set forth in the Constitution.
5. The Secretariat shall seek approval from the Executive Committee for any expenditure above the approved budget.

#### Article 24

##### Source of Income

The income of AFROPAC is derived from:

1. Membership fees;
2. Grants, donations, sponsorship of any other kind of contribution from governments, national or international organizations or individuals: provided that none of the aforementioned result in a compromise of the aims and objectives of the organization or result in the exclusion of any Member;
3. Interest derived from investments;
4. Revenue from the activities of AFROPAC; and
5. Any other form of income that may accrue to AFROPAC or other sources of income as approved by the GM.

## CHAPTER 8

### LEGAL STATUS AND RELATED MATTERS

#### Article 25

##### Legal Status

AFROPAC is a voluntary and non-profit making organization of its Members in the form of a separate legal entity, having perpetual succession and the power to own and hold property (immovable, movable and incorporeal) in its own name independently of its Members, as well as the power to sue and to be sued in its own name.

AFROPAC shall be constituted under the law of the state in which the Secretariat is situated until such time as it is no longer situated in that country. The organisation shall be ruled by the constitution and by the respective regulatory provisions.

#### Article 26

##### Dispute Resolution

Any dispute arising among the Members in connection with this constitution which cannot be settled among the Members themselves must be referred to an impartial third party for settlement by arbitration.

1. MANNER  
The arbitration takes place in an informal manner without pleadings, discovery of documents or strict compliance with the rules of evidence.
2. PLACE  
The arbitration takes place in the capital city of the country hosting the Secretariat.
3. SECRECY  
Any arbitration in terms hereof shall be deemed to be strictly confidential among the parties involved therein.
4. THE ARBITRATION  
The arbitrator shall be an independent lawyer practising for at least five years in the country hosting the Secretariat. If the parties cannot agree on an arbitrator, any Member shall be entitled to request an arbitration foundation or similar institution to appoint a suitable arbitrator and this appointment shall be binding on the Members.
5. COST ALLOCATION  
The Arbitrator shall at his own discretion and as part of making of the award, allocate costs among the Members with respect to the arbitration costs and other related costs.
6. BINDING  
The Members hereby irrevocably agree that the award made in any arbitration in terms hereof shall be binding upon them and that they shall comply with it.

#### Article 27

##### Applicable Law

The constitution will at all times be governed by and construed in accordance with the law of the country in which the Secretariat is situated at the time at which the cause of action arises and all disputes, actions and other matters relating thereto will be determined in accordance with such law.

## **Article 28**

### **Jurisdiction**

For such time as the Secretariat is situated in a particular country, and subject to the Members' consent AFROPAC submits to the jurisdiction of an appropriate High Court of that country, or division thereof, in any dispute arising from or in connection with this constitution.

## **Article 29**

### **Dissolution of AFROPAC**

1. AFROPAC shall dissolve if decided by a vote of two thirds of the fully paid-up Members
2. Upon the dissolution of AFROPAC, the membership at the time shall decide on the transfer of the net assets of AFROPAC to an appropriate Regional PAC structure or another structure such as AFROSAI or Pan African Parliament.

## **Article 30**

### **Language Clause**

The official language of AFROPAC shall be English, French, Arabic and Portuguese and such other languages as may be determined by the GM from time to time.

## **Article 31**

### **Amendments**

Any amendment of this Constitution would need the approval of two-thirds of the quorum at the General Meeting.

## **CHAPTER 9**

### **ADOPTION OF THE CONSTITUTION**

## **Article 32**

### **Adoption of the Constitution**

The AFROPAC constitution shall come into effect when it has been adopted by the GM.