

BY LAWS

OF THE

NIGERIAN INSTITUTION OF SURVEYORS

OSUN STATE BRANCH

OPPOSITE SUBEB OFFICE,
OFF OSOGBO/GBONGAN ROAD,
OSOGBO, OSUN STATE

2023

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PREAMBLE

WHEREAS, the Nigerian Institution of Surveyors is the Professional umbrella organization in the Federal Republic of Nigeria serving or for the welfare and interest of its members to maintain high professional ethics, improving educational standard among members and speak with one voice on National issues.

WHEREAS, the Osun State Branch of the Nigerian Institution of Surveyors is an affiliate of the National Body (the Nigerian Institution of Surveyors), performing similar functions of the National Body, albeit at the State level;

WHEREAS, it is acknowledged that in such an organization, there is the need to administer affairs governing such a relationship in a lawful, orderly and responsible manner, in the spirit of discipline and integrity which is the hallmark of true professionalism.

AND WHEREAS, it is trite that at all material times and purposes, whenever there is a conflict between any or all of the provisions of the constitution of the National Body and any or all of the provisions of the Branch Body, the FORMER shall prevail.

WHEREFORE, pursuant to these ideals as aforementioned, and having in mind the purpose of achieving the herein under- mentioned aims and objectives and for the furtherance of the welfare and professional growth of all Surveyors within the State Branch, on the principles of freedom of association, freedom of expression, justice and equity, we do hereby make, enact, and give to ourselves the following Byelaws:

1.0 THE NAME

The name of the Professional body shall be the "NIGERIAN INSTITUTION OF SURVEYORS OSUN STATE BRANCH" hereinafter referred to as "THE BRANCH".

The "NIGERIAN INSTITUTION OF SURVEYORS" shall hereinafter be referred to as "THE INSTITUTION"

The Branch shall have its Secretariat **Opposite SUBEB Office, Off Osogbo/Gbongan Road, Osogbo**. It shall also encourage the formation of subgroups including the Body of Fellows, Association of Private Practicing Surveyors of Nigeria (APPSN), National Association of Surveying and Geoinformatics Lecturers (NASGL), **Surveyors in Government Agencies (SGA)**, Young Surveyors Network (YSN), and Women in Surveying (WIS). All subgroups shall conduct its activities in line with the provisions of the Constitution of Institution, hereinafter referred to as the Constitution.

2.0 AIMS AND OBJECTIVES

The aims and objectives of the Branch shall be as outlined in the National Constitution, adapted and tailored to address the specific needs and challenges of the state.

3.0 MEMBERSHIP

Membership categories, requirements, and privileges shall be consistent with those established by the national body. The categories will include Fellow and Members in Corporate order; and Associate, Probationer, Students, Honorary Fellow and Sustaining Members in the Non-Corporate category. All members shall be loyal to the Institution and must preserve, protect and defend the Constitution and the provisions of this Bylaw at all times.

3.1 MEMBERSHIP STATUS

- i. Without prejudice to the above, members of Nigerian Institution of Surveyors, Osun State Branch shall be treated as active or passive.
- ii. An active member shall:
 - a. be a financial member who pays all levies and dues as and when due.
 - b. attends not less than 50% of total number of monthly meetings in a year.
 - c. be fully interested and participate in at least 60% of programme and events organized by the Nigerian Institution of Surveyors Osun State Branch.
- iii. Any member who is deficient in any one of the above shall be treated as a passive member.
- iv. For any person to benefit from Nigerian Institution of Surveyors Osun State Branch, he or she must be active.

3.2 MEMBERSHIP BENEFITS

Membership benefit shall include:

- i. to vote and be voted for.
- ii. and any other benefits so determined by the Branch Executive from time to time.

3.3 PROCEDURE FOR ENROLMENT INTO MEMBERSHIP OF THE BRANCH.

The procedure for enrolment into membership of the Branch shall be as stated in the relevant section of the Constitution.

3.4 REGISTER OF MEMBERS

The names and addresses of all members of the Branch shall be entered in a register to be kept by the Secretary and every member shall from time to time notify the Branch Secretariat of his/her address and any change thereof, and any such other information as may be deemed necessary to update the register.

3.5 SUSPENSION OF MEMBERSHIP

Any member suspended by the Institution stands suspended by the Branch. In addition, the Branch can recommend any member to the Institution for suspension.

- i. A person ceases to be a member of the Branch if he or she:
- ii. ceases to be a member of the Institution.
- iii. relocates to another State which negates the requirement of being a member of the Branch.
- iv. is certified to be insane.
- v. is found guilty by the Branch of a professional misconduct of such a nature as may bring the Branch into disrepute, or necessitate the suspension or cancellation of his registration.
- vi. is convicted by a court of law for a criminal offence.
- vii. is found guilty by the Branch of acts contrary to the Byelaw of the Branch.
- viii. he is in arrears of subscription and levies/dues for a period of more than twenty-four months, provided that if at any time he shall give to the membership Committee a satisfactory explanation, he may, at the discretion of the Membership Committee be re-admitted to membership upon payment of all arrears, as contained in the subsisting guidelines for Branch Membership.

4.0 THE BRANCH EXECUTIVE

- i. THE BRANCH shall be governed by an Executive Committee hereinafter referred to as "the Branch Executive". The Branch Executive shall consist of the Chairman, Vice- Chairman, Secretary, Assistant Secretary, Publicity Secretary, Treasurer, Financial Secretary, Institution Council Representative and Internal Auditor.
- ii. The Branch Executive may also co-opt any member whose service may be specifically required. Such a co-opted member shall attend Executive meetings for such specific purpose only.
- iii. In the event of any vacancy, the Branch Executive shall organize a bye-election, the tenure of which shall run concurrently with the serving Branch Executive.

4.1 DUTIES OF THE BRANCH EXECUTIVE

The duties of the Branch Executive shall include but not limited to:

- i. Executing decisions taken at all general meetings of the Branch.
- ii. Making regulations in pursuance of the aims and objectives of the Branch.
- iii. Initiating policies, plans and programmes for consideration and approval at the General Meeting.

- iv. Reporting activities of Committees to the General Meetings for ratification where applicable.
- v. Ensuring that the conduct of Branch members is in accordance with the code of ethics of the profession.
- vi. Investigating allegation(s) of misconduct or malpractice(s) by any member of the Branch through the Ethics and Monitoring Committee and taking appropriate action(s) after a presentation of the findings of the Committee to the house.
- vii. Presenting Annual Budget estimates for circulation at the November General Meeting and its consideration and approval at December General Meeting.
- viii. to organize Mandatory Continuous Professional Development (MCPD) at least twice in a year.
- ix. may within the period of their tenure, establish complementary regulations to provide further guidance, clarification, or specific procedures on matters in a manner consistent with the provisions of this constitution and do not contradict or override its stipulations. Such shall be subject to review by the general membership during branch meetings, and members shall have the opportunity to provide feedback or propose changes.
- x. Any member of the Branch Executive who is absent without a letter of apology from two consecutive Branch Executive meetings shall be guilty of misconduct and penalties shall range from written warning, loss of privileges, suspension or removal from office; as the Branch Membership approve at a General Meeting.

5.0 DUTIES OF OFFICERS

5.1 CHAIRMAN

The Chairman shall:

- i. preside over the meetings of the Branch Executive.
- ii. preside at the Annual General Meeting and monthly meetings of the Branch.
- iii. cause the summoning of all meetings of the Branch either on his own initiative or after a request has been made in writing by at least ten (15) members.
- iv. direct all other officers of the Branch in the performance of their duties.
- v. approve payment for all expenses after due scrutiny, ensuring sound financial management and compliance with financial policies and regulations.
- vi. direct all processes to effect implementation of all decisions of the Branch Executive and General Meetings.
- vii. direct all processes to effect implementation of all decisions of General Meetings.
- viii. inaugurate standing Committees within two months of assumption of office.
- ix. act as the main point of contact for key stakeholders and establish relationships with government agencies, industry bodies, and community organizations.
- x. engage with association members, promote their participation, and address their concerns.
- xi. ensure compliance with the association's bylaws, rules, and regulations.

5.1.1 Chairman's Insignia of Office

The Chairman shall wear a suitable insignia of office. Such insignia shall change hands at Investitures to be held at Annual General Meetings. Adequate measures shall be taken to protect and preserve the insignia to maintain its integrity and historical significance. The chairman shall

designate a responsible individual or committee for the maintenance, custody, and safekeeping of the Chairman's insignia.

5.2 VICE CHAIRMAN

He/she shall:

- i. in the absence of the Chairman, call and preside at all meetings over which the Chairman, by the Byelaw has the power to preside.
- ii. act as Chairman of the NIS Osun Ethics and Monitoring Committee.
- iii. Support the Chairman in providing leadership and direction to the association.
- iv. Participate in external representation and stakeholder engagement activities.
- v. Collaborate with committee members to achieve the association's goals.
- vi. Support member engagement efforts and contribute to maintaining compliance with the bylaws.
- vii. perform any other duty assigned to him by the Chairman.

5.3 SECRETARY

The Secretary shall perform the duties outlined below:

- i. to summon meetings of the Branch, as directed by the Chairman.
- ii. to record and keep minutes of all meetings including a short summary of all decisions taken. to write and dispatch circulars, letters and other correspondences decided upon by the Branch Executive.
- iii. to keep a register of members of the Branch.
- iv. to present an annual or special reports of the activities of the Branch or any of its organs.
- v. to serve as the official head of the Secretariat Administration, to maintain an inventory of all Branch property, and to take custody of the Common Seal, insignia of office and other emblematic possessions belonging to the State Branch.
- vi. perform other duties assigned by the Chairman.

5.4 ASSISTANT SECRETARY

He/ She shall assist the Secretary generally in the discharge of his duties but will have the following specific functions

- i. to record the minutes at Branch Executive meetings.
- ii. to ensure smooth and orderly preparations for the Monthly General Meetings.
- iii. to ensure effective supervision, discipline and welfare of staff in the Branch, without prejudice to the overall supervision of the Secretary.
- iv. perform any other duty assigned to him by the Secretary.

5.5 PUBLICITY SECRETARY

He/She shall:

- i. Manage the association's publicity and communication efforts.
- ii. Develop strategies to promote the association's activities, events, and achievements.
- iii. Establish and maintain relationships with the media.

- iv. Serve as the primary contact for media inquiries and interview requests.
- v. Create or oversee the creation of engaging content for communication channels.
- vi. Ensure timely delivery of accurate information to association members and the public.
- vii. Contribute to the association's branding and marketing efforts.
- viii. Promote association events and encourage attendance.
- ix. Assist in managing communication during crises or sensitive situations.
- x. Provide regular reports on publicity and communication activities.
- xi. Carry out any publicity duties as assigned to him by the Chairman.

5.6 TREASURER

The duties of the Treasurer shall be as follows:

- i. Manage the association's finances, including budgeting, financial reporting, and record keeping.
- ii. Collect and disburse funds, ensuring transparency and accountability.
- iii. Maintain accurate financial records and prepare financial statements.
- iv. Coordinate with the Chairman and other committee members in financial planning and decision-making.
- v. Ensure compliance with financial policies, regulations, and reporting requirements.
- vi. Provide regular financial updates to the association members.

5.7 FINANCIAL SECRETARY

The duties of the Financial Secretary shall be as follows:

- i. Assist the Treasurer in managing the association's finances.
- ii. Assist in collecting and recording financial transactions, liaising with members towards ensuring that (fees, subscriptions, levies and other payments) are paid as and at when due.
- iii. Aid in maintaining accurate financial records and preparing financial reports, and furnish the Branch on a quarterly basis the report of the financial status of members.
- iv. Collaborate with the Treasurer and other committee members in financial planning and decision-making.

5.8 COUNCIL REPRESENTATIVE

The duties of the Institution Council Representative of the Branch shall include:

- i. Serve as the liaison between the Branch and the Council of the institution.
- ii. Represent the Branch's interests and voice at council meetings.
- iii. Provide updates and reports to the Branch regarding council activities and decisions.
- iv. Act as a communication channel between the association and the council.
- v. Collaborate with the Chairman and other committee members to ensure alignment with council directives and guidelines.
- vi. to prepare and submit a written report of the INSTITUTION Council meeting to the BRANCH.

5.9 INTERNAL AUDITOR

The Internal Auditor shall:

- i. Conduct regular audits of the association's financial records to ensure accuracy and compliance.
- ii. Review financial processes and internal controls for effectiveness.
- iii. Provide recommendations for improving financial management and reporting.
- iv. Collaborate with the Treasurer and other committee members to address financial matters.

6.0 BRANCH COMMITTEES

6.1 STANDING COMMITTEES

The Branch Executive shall from time to time appoint among others, the under-mentioned Standing Committees from within its members or from members of the Branch. It shall refer and/or delegate to them such of its powers and duties, as it may consider necessary.

- i. Ethics and Monitoring Committee
- ii. Building and Infrastructure Development Committee
- iii. Publicity and Programmes Committee
- iv. Education and Scholarship Committee
- v. Socials and Welfare Committee

6.2 AD-HOC COMMITTEES

The association may establish ad hoc committees as deemed necessary by the Executive Committee or general membership to address specific short-term needs, tasks, or projects. The conduct of Ad hoc committees shall be as stipulated for standing committees.

6.3 GENERAL PROVISIONS ON THE CONDUCT OF STANDING COMMITTEES

- i. Except where otherwise stipulated in the Constitution (as in the case of the Ethics and Monitoring Committee), the standing committees shall be appointed by the Executive Committee and shall consist of Branch members in good standing who have relevant expertise or a keen interest in the respective areas.
- ii. The Executive Committee shall determine the number, composition, and terms of reference for each standing committee, taking into consideration the needs and priorities of the Branch.
- iii. The standing committees shall be responsible for conducting in-depth examinations, making recommendations, and implementing initiatives related to their respective areas of focus.
- iv. The standing committees shall meet regularly and provide progress reports to the Executive Committee on their activities, findings, and recommendations.
- v. The standing committees shall collaborate with the Executive Committee, other committees, and Branch members as necessary to achieve the objectives set forth in their terms of reference.
- vi. The standing committees shall maintain accurate records of their proceedings, decisions, and recommendations, which shall be made available to the Executive Committee and, upon request, to Branch members.
- vii. The Executive Committee reserves the right to dissolve or modify the composition and terms of reference of any standing committee as needed, with due consideration to the association's best interests and in consultation with the committee members.

- viii. The appointment of committee members to the standing committees shall be for a specified term, as determined by the Executive Committee, with the option for reappointment upon completion of the term.
- ix. Any vacancies in the standing committees shall be filled by appointment by the Executive Committee to ensure continuity and effectiveness.
- x. Branch members shall have the opportunity to express their interest in serving on standing committees, and the Executive Committee shall strive to ensure fair representation and diverse participation.
- xi. The standing committees shall work in accordance with the Institution's constitution, Branch Bylaws, and policies, and their recommendations shall be subject to approval by the Executive Committee before implementation.
- xii. Amendments to the composition, establishment, or terms of reference of the standing committees shall be made in accordance with the procedures outlined in this bylaw.

7.0 ELECTION

Election to all Offices of the Branch shall be held every two (2) years. The Officers shall comprise the Chairman, Vice-Chairman, Secretary, Assistant Secretary, Treasurer, Publicity Secretary, Financial Secretary, Council Representative and Internal Auditor.

7.1 ELECTION OF OFFICERS

- i. Members wishing to stand for election shall be active financial corporate members. No non-financial member shall be eligible to vote or be voted for at the Election.
- ii. Officers shall be proposed and seconded in writing on an appropriate form and election shall be by secret ballot not later than one (1) month before the Annual General Meeting. The Branch shall not return officers without due process of election procedure.
- iii. The Branch Executive shall appoint a Five (5) - member electoral Committee which shall be responsible for the conduct of all elections to the Branch Executive.
- iv. the Electoral Committee shall be mandated to conduct the election in line with the prevailing Electoral Guideline of the Branch and shall ensure that the election process is concluded at the November General Meeting of the election year. It may also propose amendment to the General Membership to enable an improved electoral process.
- v. All elected Officers shall take the oath of Office and be sworn in as provided for in the first schedule at the Branch Annual General Meeting. This shall be administered on the Chairman by either a Barrister at Law in the house or any member of the Board of Trustees, while the Chairman in turn administers it on other Officers.

7.2 ELIGIBILITY OF OFFICERS

Any member seeking for elective office must fulfill the following:

- i. Must have 50% attendance at monthly general meeting in the last three consecutive years before election.
- ii. Make all payments to the Branch as and at when due for three consecutive years before election
- iii. Must have a good practice and no ethical issues.

- iv. No eligible member shall be a serving Executive of any NIS subgroup
- v. If any member so willing to serve but, is an Executive of any subgroup such member must resign his or her post two months before the election.

7.2.1 CHAIRMAN

Any Corporate member who:

- i. has attained a minimum of ten (10) years corporate membership; and
- ii. must have put in seven years continuous active membership immediately preceding the time of nomination; and
- iii. must have served in the Branch Executive.

7.2.2 VICE-CHAIRMAN

Any Corporate member who:

- i. has attained a minimum of seven (7) years corporate membership; and
- ii. must have put in five years continuous active membership immediately preceding the time of nomination; and
- iii. must have served in the Branch Executive.

7.2.3 SECRETARY

Any Corporate member with continuous five years active membership. Such person must have served in the Branch Executive or any recognized subgroup of NIS.

7.2.4 ASSISTANT SECRETARY

Any Corporate member with at least three years continuous active membership of the Branch preceding nomination.

7.2.5 PUBLICITY SECRETARY

Any Corporate member adjudged suitable to promote good public relations for the Branch shall be eligible for election into this office. Such person must have been resident and active in the state for at least three years.

7.2.6 TREASURER

Any Corporate member with continuous three years active membership. Such person must have served in the Branch Executive or any recognized subgroup of NIS.

7.2.7 FINANCIAL SECRETARY

Any Corporate member with at least three years continuous active membership of the Branch preceding nomination.

7.2.8 COUNCIL REPRESENTATIVE

Any Corporate member with continuous five years active membership. Such person must have served in the Branch Executive.

7.2.9 INTERNAL AUDITOR

Any Corporate member with at least three years continuous active membership of the Branch preceding nomination.

7.3 TENURE OF OFFICE

- i. A member holding an elected position may serve a maximum of two (2) consecutive terms in the same position.
- ii. If a member completes the maximum number of consecutive terms in a position, they shall be eligible for re-election to the same position after a lapse of one term. This lapse however does not apply when vying for another position.
- iii. In the event of a mid-term vacancy in an elected position, the Executive Committee may appoint a qualified member to fill the vacant position for the remainder of the unexpired term.
- iv. The tenure of office for appointed positions, such as ad hoc committee members or delegates to external bodies, shall be determined at the time of appointment and specified in the appointment letter or relevant document.
- v. At the conclusion of their term, all elected and appointed officials shall transfer relevant records, documents, and materials to their successors in a timely and orderly manner.
- vi. If an elected or appointed official resigns from their position before the completion of their term, the vacancy shall be filled in accordance with the procedures outlined in these bylaws.

7.4 ASSESSMENT OF OFFICERS

There shall be a mid-year report by every officer and this shall form the basis for the assessment of such officers by the general house.

7.5 DISCIPLINE OF ERRING OFFICERS

Every member of the Executive would be assessed by the General House or a group of at least ten (10) active Corporate Members. If an Officer is accused of any misconduct or non-performance by:

- i. 2/3 majority of Executive members, or a memo signed by not less than ten (10) active Corporate members of the Branch.
- ii. The accusation shall be read on the floor of the house and upon which a Committee shall be set up by the house to investigate the matter; and if found guilty, such an Officer may be suspended or impeached as decided by the house. The disciplinary process shall adhere to the principles of natural justice, providing the officer an opportunity to present their case and defend themselves against the allegations. An appeal process shall also be instituted as appropriate.
- iii. An impeached officer shall observe a lapse of four (4) terms before he could qualify to contest for office.

8.0 ANNUAL SUBSCRIPTION AND LEVIES

- i. All members of the Branch, excluding honorary and sustaining members shall pay annual subscription and levies.

- ii. THE BRANCH annual subscription shall be half of the Institution annual subscription at every cadre of membership while the Branch Executive shall determine levies to be paid as occasion warrants.
- iii. The annual subscription shall be due and payable on enrolment of a member to the Branch and thereafter on the 1st of January in each year, but not later than 30th April each year. All payments made after the 30th of April shall be deemed to be late for the year and shall attract a penalty of 50% of the annual due expected.
- iv. Exemption from payment of Annual subscription shall be granted to members who have attained the age of 70 years provided that they have been corporate financial members of the Institution for not less than 30 years.

9.0 AUDITOR

The accounts of the Branch shall be examined quarterly by the External Auditor before the Annual General Meeting. This is to ascertain the correctness or otherwise of the Income and Expenditure accounts and balance sheets. However, the report of the External Auditor shall be presented to members of the Branch at the Branch Annual General Meeting.

10.0 PAID STAFF

The Branch shall maintain paid staff at its Secretariat. Such paid staff shall be responsible to the Secretary.

11.0 SIGNATORIES TO THE ACCOUNT

- i. The Chairman shall be the "A" signatory, while the Treasurer and the Secretary shall be the "B" signatories to the Branch accounts out of which there shall always be only two signatories per time. No withdrawal shall be made without the "A" signatory.
- ii. The Branch accounts shall not for any reason be domiciled outside the State.

12.0 REPRESENTATION ON STATE PUBLIC BOARDS AND NATIONAL ORGANIZATIONS

- i. Members to represent the Branch on Boards of Public Bodies and National Organization shall be elected at the Annual General Meeting. In an emergency, the Branch Executive shall appoint representative to any Board and seek ratification at the subsequent monthly general meeting.
- ii. All representatives of Boards of Public Bodies and National Organization shall submit reports of proceedings and activities of such bodies to the Branch Executive, which in turn shall report to the monthly general meeting.
- iii. Where such representative is more than one, the monthly general meeting or Branch Executive shall elect a leader from among the members. The leader shall ensure that the Branch's mandate and aspirations are advanced and shall report the proceedings of such public body to the Branch Executive for the purpose of information and assessment of the performance of the body.

13.0 MEETINGS

13.1 ANNUAL GENERAL MEETING (AGM)

- i. The association shall hold an Annual General Meeting once a year, which shall be referred to as the AGM, and shall be mandatory for all members.
- ii. The purpose of the AGM shall include, but not be limited to, the presentation of annual reports, approval of financial statements, and any other matters required to be addressed at the AGM by law or the branch bylaws.
- iii. The AGM shall be held in the month of December unless otherwise specified by the Executive and shall also feature an investiture ceremony during an election year. The AGM may be held at the Secretariat or at any other more suitable place as the Executive may propose.
- iv. Notice of the AGM, including the agenda, financial statements, and any relevant documents, shall be provided to all association members at least thirty (30) days prior to the meeting.

13.2 MONTHLY GENERAL MEETINGS

- i. General meetings of the association shall be held monthly (every first Thursday of the Month).
- ii. The purpose of general meetings shall include, but not be limited to, discussing and voting on important matters, receiving reports, and making decisions pertaining to the association's affairs.
- iii. Notice of general meetings, including the agenda and relevant documents, shall be provided to all association members at least 2 days prior to the meeting.

13.3 EXECUTIVE COMMITTEE MEETINGS

- i. The Executive Committee shall hold regular meetings to discuss and make decisions regarding the association's ongoing operations, policies, and strategic initiatives.
- ii. Executive Committee meetings shall be scheduled monthly or as required to address pressing matters.
- iii. Notice of Executive Committee meetings, including the agenda and relevant documents, shall be provided to all committee members at least 2 days prior to the meeting.

13.4 QUORUM

- i. A quorum shall be required for meetings to be valid and to make binding decisions.
- ii. The quorum for general meetings shall be twenty 20 eligible voting members.
- iii. The quorum for Executive Committee meetings shall be 40% of the committee members.
- iv. If a quorum is not met at the scheduled time of a meeting, the meeting may be adjourned to a later date, as determined by the Chairman or presiding officer.

13.5 VOTING

- i. Voting at meetings shall be conducted in a fair and transparent manner, in accordance with the association's bylaws.
- ii. Each eligible voting member shall be entitled to one vote.
- iii. Voting may be conducted in person, by show of hands, by written ballot, or electronically, as determined by the Chairman or presiding officer.
- iv. A simple majority vote shall be sufficient to pass most decisions, unless otherwise specified in the bylaws.

13.6 VOTE OF NO CONFIDENCE

- i. A vote of no confidence may be initiated against an elected officer in the event of serious misconduct, neglect of duty, or actions contrary to the best interests of the association.
- ii. The vote of no confidence may be proposed by association members in good standing and shall require two-thirds of eligible voting members to support the motion.

13.6.1 Procedures for a Vote of No Confidence:

- i. A written motion of no confidence shall be submitted to the Executive Committee, clearly stating the reasons for the proposed vote of no confidence.
- ii. The Executive Committee shall review the motion and determine its validity based on the provided grounds and the Branch bylaws.
- iii. If the motion is deemed valid, the Executive Committee shall schedule a special general meeting within 30 days to vote on the motion.
- iv. Notice of the special general meeting, including the agenda and relevant documents related to the vote of no confidence, shall be provided to all association members 1 week prior to the meeting.
- v. The vote of no confidence shall be conducted by secret ballot or as otherwise determined by the Executive Committee.
- vi. A two-thirds majority vote of eligible voting members present at the meeting shall be required to pass the motion of no confidence.
- vii. If the motion of no confidence is successful, the officer shall be removed from their position, and the vacancy shall be filled in accordance with the procedures outlined in these bylaws.

13.6.2 Rights of the Officer:

- i. The officer against whom the vote of no confidence is proposed shall be given an opportunity to respond to the allegations before the vote takes place.
- ii. The officer may present their case and provide any relevant evidence or documentation during the special general meeting.
- iii. The officer shall be treated fairly and in accordance with the principles of natural justice throughout the process.

13.6.3 Confidentiality

All information gathered, discussed, or disclosed during the vote of no confidence process shall be treated with strict confidentiality, except where disclosure is required by law or necessary to protect the rights and interests of the Branch.

14.0 MINUTES AND RECORDS

- i. Accurate minutes shall be kept for all general meetings and Executive Committee meetings.
- ii. The minutes shall include a record of attendees, decisions made, and any relevant discussions or resolutions.
- iii. The minutes shall be circulated to all association members or committee members within five (5) days after the meeting.

15.0 TRUSTEES

15.1 APPOINTMENT

- i. The trustees of the Branch for the purpose of Land Perpetual Succession Ordinance shall be elected at the Annual General Meeting. Such Trustees shall not be less than three in number and they shall be known as the "Incorporated Trustees of the Nigerian Institution of Surveyors-Osun State Branch".
- ii. A Trustee of the Branch shall be any financial active Member of the Branch. Trustees shall hold office for a term of five years. Trustees may be advised by the Branch Executive to withdraw on grounds of ill health or other considerations.
- iii. Trustees at any time shall comprise of at least one past Chairman. All trustee members are eligible for re-election only once, after a lapse of 5 years must be observed before the member may eligible for reappointment.

15.2 DUTIES AND RESPONSIBILITIES:

- i. Trustees shall serve as independent advisors to the association, offering guidance and recommendations on asset-related matters.
- ii. Trustees shall review and provide input on financial reports, investment strategies, and risk management policies proposed by the executive committee.
- iii. Trustees shall attend meetings of the executive committee as non-voting members to provide insights and expertise on asset-related issues.

15.3 LIMITATION OF AUTHORITY

- i. The executive committee shall retain full authority and decision-making power over the association's operations, policies, and strategic direction.
- ii. Trustees shall not be involved in the day-to-day management or operational decision-making of the association, and their role shall be strictly limited to asset-related matters.
- iii. Trustees shall not have voting rights in the executive committee when invited to such meetings.

15.4 INDEPENDENCE AND IMPARTIALITY

- i. Trustees shall act independently and impartially, exercising their duties solely in the best interests of the association.
- ii. Trustees shall avoid conflicts of interest and disclose any potential conflicts that may arise in the course of their duties.
- iii. Trustees shall maintain confidentiality and refrain from using privileged information for personal gain or for the benefit of any external party.

15.5 REPORTING AND ACCOUNTABILITY

- i. Trustees shall provide periodic reports to the executive committee, highlighting their activities, recommendations, and any significant concerns regarding asset management.
- ii. Trustees shall attend meetings of the executive committee or provide written reports, as requested by the executive committee, to ensure transparency and accountability.

16.0 COMMON SEAL

- i. The branch shall have a common seal, which shall be in the custody of the Secretary at the Branch Secretariat, and he shall produce it when required for use by the Trustees.
- ii. The common seal shall be used to authenticate official documents, contracts, agreements, and other instruments as required by law or deemed necessary by the trustees.
- iii. The trustees shall exercise due diligence in the safekeeping and proper use of the common seal, ensuring its security and preventing unauthorized access or use.
- iv. The common seal shall only be affixed to documents or instruments in the presence of at least two (2) trustees.
- v. The affixing of the common seal shall be recorded in a register, which shall include details of the document or instrument, the date of affixation, and the names of the trustees present.
- vi. The common seal may only be affixed to documents or instruments authorized by the executive committee or as otherwise specified in these bylaws.
- vii. In the event of a change in trusteeship, the outgoing trustees shall transfer custody of the common seal to the incoming trustees, ensuring a smooth transition and proper documentation of the transfer.
- viii. The trustees shall be responsible for maintaining a log or register to track the use, location, and any changes in the custody of the common seal.
- ix. The branch shall indemnify and hold harmless the trustees from any liability arising from the authorized use of the common seal in accordance with these bylaws and applicable laws.

17.0 SOURCES OF REVENUE FOR THE BRANCH

The Branch shall derive revenue from the under listed sources, but not limited to:

- i. Annual subscription, dues and fines.
- ii. Proceed from Pillar Returns.
- iii. Proceed from Returns on Professional Fees.
- iv. Endowment funds.
- v. Donations.
- vi. V. Levies.
- vii. NIS Investments.
- viii. Workshops, MCPD, sales of publications e.g. scale of fees.

18.0 AMENDMENT TO THE BYELAW

- i. Where any member of the Branch or the Branch Executive recognizes or identifies a need for an amendment to any provision of this Byelaw, such an amendment shall be approved at the Annual General Meeting on the acceptance of such recommendations presented by a review Committee duly appointed for that purpose.
- ii. Any provision of this Byelaw can also be amended by a motion from members of the Branch. Notices of such a motion shall be forwarded to the Secretary at least 30 days before the date of the Annual General Meeting at which the motion shall be considered.
- iii. Any amendment shall be by two-thirds majority of all eligible voters physically present at the Annual General Meeting.

19.0 INTERPRETATIONS

In this Byelaw, unless otherwise expressly provided for or the context otherwise requires;

- i. "Associates" refers to any person who has either been on a probationer status for at least 2 (Two) years, or has at least "First Degree" or "Professional Diploma" in Surveying or its equivalence from an accredited Institution. 1) "Auditor" includes the Internal and External Auditors of the Branch.
- ii. "Branch" specifically refers to the Osun State Branch of the Nigerian Institution of Surveyors.
- iii. "Corporate" refers simpliciter to Fellows and Members of the Branch but SHALL NOT include Associates, Probationers, Students and persons of Honorary Status.
- iv. "Executive" refers to the Branch Executive comprising the Chairman, Vice-Chairman, Secretary, Assistant Secretary, Publicity Secretary, Treasurer, Council Representative and Internal Auditor.
- v. "Ethics and Monitoring Committee" refers to the Committee set up to investigate, warn and recommend discipline and sanction(s) for erring members of the Branch.
- vi. "Fellow" refers to any corporate member of not less than 10 (Ten) years standing and is considered fit and proper person by the Board of Fellows to be so named.
- vii. "Honorary Member" refers to any eminent personality of a field cognate to Surveying or any person who has made great contribution to the progress of the Surveying Profession and has been so recommended by the Board of Fellows of the Institution.
- viii. "Institution" refers to the National Body of the Nigerian Institution of Surveyors.
- ix. "Meeting" includes a monthly general meeting of the Branch holding every 1st FIRST Thursday of the month AND an Annual General Meeting to be held in December of every year.
- x. "Officers" shall include the Chairman, Vice-Chairman, Secretary, Assistant Secretary, Treasurer, Publicity Secretary, Institution Council Representative and Internal Auditor.
- xi. "Probationers" refers to any person who holds either a Higher National Diploma in Surveying or a University Degree in a discipline cognate to Surveying, or has passed Surveyors Council of Nigeria (SURCON) examinations for Technicians.
- xii. "Surveyor" means a person registered by the Surveyors Council of Nigeria (SURCON) to practice the Surveying