



## ARTICLES OF ASSOCIATION OF TIIGSI INITIATIVE

### PREAMBLE

Tiigsi Initiative is a voluntary, non-profit organization established to empower youth and women through education, entrepreneurship, sports and skills training, making sure they get opportunities and build better futures. These Articles of Association set out the governance structure, values, rights and responsibilities that guide the organization's work.

### ARTICLE 1: NAME, LEGAL FORM, SEAT & EMBLEM

1. The name of the organization is Tiigsi Initiative (hereafter referred to as "Tiigsi").
2. Tiigsi is a non-governmental, non-profit, non-political and non-religious voluntary organization.
3. The Organization's head office shall be located in Hargeisa, Somaliland. The Board may establish branches, country offices or project offices in other cities, regions or countries as needed.
4. The Organization shall have a logo/emblem consisting of the name "Tiigsi Initiative" and a graphic symbol reflecting empowerment, growth and youth. The logo and name are the exclusive property of the Organization and may not be used without formal authorization from the Board.

### ARTICLE 2: VISION, MISSION & VALUES

#### 1. Vision

A society where youth and women have the skills, opportunities and confidence to shape their own futures and contribute positively to their communities.

#### 2. Mission

To empower youth and women through education, entrepreneurship, sports and skills training – making sure they get opportunities and build better futures.

#### 3. Core Values

- Integrity – Acting with honesty, transparency and accountability.
- Inclusion – Ensuring equal opportunities regardless of gender, background, religion or ethnicity.
- Empowerment – Building capacities and confidence rather than dependency.
- Participation – Involving youth, women and communities in planning, decision-making and implementation.
- Partnership – Working collaboratively with local, national and international stakeholders.



## **ARTICLE 3: OBJECTIVES & MAIN ACTIVITIES**

### **1. Overall Objective**

To enhance the social, economic and personal development of youth and women through targeted and sustainable interventions.

### **2. Specific Objectives**

1. Promote access to education, basic skills and lifelong learning opportunities.
2. Strengthen entrepreneurial skills and support youth and women-led income-generating initiatives.
3. Use sports and physical activities as tools for inclusion, wellbeing, leadership development and crime prevention.
4. Provide skills training (soft skills) that improve employability and self-reliance.
5. Raise awareness on social issues affecting youth and women, such as mental health, migration, gender equality and civic participation.
6. Build and maintain partnerships with communities, authorities, private sector and civil society organizations.

### **3. Main Activities**

- Training, courses and mentorship programs.
- Sports programs, tournaments, leagues and recreational activities.
- Entrepreneurship incubators, coaching and access-to-market initiatives.
- Awareness campaigns, community dialogues and media productions.
- Research, documentation and knowledge-sharing on youth and women's issues.
- Any other activity aligned with the mission and approved by the Board or the General Assembly.

## **ARTICLE 4: NON-PROFIT CHARACTER & LIABILITY**

1. Tiigsi Initiative is a non-profit organization. Any surplus generated shall be fully reinvested in the Organization's activities and objectives.
2. The Organization is non-political and does not support any political party or candidate.
3. The Organization is a separate legal entity. Members, Board members and staff are not personally liable for the Organization's debts or obligations, except in cases of proven fraud or gross negligence.
4. No part of the Organization's income or assets shall be distributed as profit to members, Board members or staff, except for:
  - Approved salaries, fees and allowances for work performed.
  - Reimbursement of documented costs incurred on behalf of the Organization.



#### **ARTICLE 5: MEMBERSHIP**

1. Categories of Membership: Founding Members, Ordinary Members, Associate Members and Honorary Members.
2. Eligibility: Any person who supports Tiigsi's vision, mission and values and meets the criteria decided by the Board may apply for membership.
3. Admission Procedure: Applicants submit a written or electronic application. The Board decides on membership applications by simple majority.
4. Membership Register: The Organization shall maintain an up-to-date register of all members.
5. Rights of Members: Participate in the General Assembly and other activities; receive information; voting and eligibility rights for Ordinary and Founding Members who have met their obligations.
6. Responsibilities of Members: Uphold these Articles, promote the mission, pay any membership fee, and participate actively where possible.
7. Termination of Membership: By resignation, death, or exclusion decided by the Board in serious cases, after the member has been heard.

#### **ARTICLE 6: ORGANIZATIONAL STRUCTURE**

The governance structure of Tiigsi Initiative consists of: (1) The General Assembly (2) The Board of Directors and (3) The Secretariat / Management.

#### **ARTICLE 7: THE GENERAL ASSEMBLY**

1. The General Assembly (GA) is the supreme decision-making body of Tiigsi Initiative.
2. The Ordinary General Assembly shall be held at least once every year within six (6) months after the end of the financial year.
3. The Board convenes the GA with at least 30 days' written or electronic notice, including date, venue, agenda and relevant documents.
4. The agenda normally includes: opening, election of meeting officers, approval of agenda, annual report, financial statements, work plan and budget, elections, appointment of auditor and consideration of proposals.
5. Extraordinary General Assembly may be convened when at least one-third of the Board or of voting members demand it; only specified matters may be decided.
6. The GA has a quorum when at least 50% of voting members are present. Decisions are made by simple majority unless otherwise stated.

#### **ARTICLE 8: THE BOARD OF DIRECTORS / EXECUTIVE BOARD**

1. The Board is the governing body between GA and consists of 3 –11 members.
2. The Board elects from among its members a Chairperson, Vice-Chairperson, Secretary, Treasurer and other roles as needed.
3. Board members are elected for three (3) years and may be re-elected.



4. The Board provides strategic leadership, approves plans and budgets, oversees finances & supervises the head of Secretariat and represents the Organization externally.
5. The Board meets at least quarterly. It has a quorum when at least half of its members are present; decisions are by simple majority.
6. Board members may resign or be removed by a two-thirds majority of the GA in serious cases. Vacancies may be filled on an interim basis by the Board.

#### **ARTICLE 9: SECRETARIAT / MANAGEMENT**

1. The Board may establish a Secretariat (Executive Director and supporting staff) depending on the Organization's needs.
2. The Executive Director is recruited transparently by the Board, reports to the Board and manages daily operations.
3. The Secretariat implements GA and Board decisions, manages programs, staff, volunteers and finances, and prepares plans and reports.

#### **ARTICLE 10: FINANCES, AUDIT & REPORTING**

1. The financial year shall run from 1 January to 31 December each year.
2. Sources of funding may include membership fees, grants, donations, sponsorships and income from mission-aligned services.
3. The Board ensures proper accounting, internal control and safeguarding of assets.
4. The GA appoints an external auditor when required by law or policy; the auditor examines the financial statements and reports to the GA.
5. The Board presents annual narrative and financial reports and an annual plan and budget to the GA.

#### **ARTICLE 11: SIGNATORY RIGHTS**

The following persons have the right to officially sign on behalf the organization in all contractual arrangements:

- a) The chairman alone
- b) In the absence of the Chairman, the vice-chairman together with 1 other member of the Executive Board.

#### **ARTICLE 12: CONFLICT OF INTEREST**

1. Board members, staff and volunteers shall avoid situations where personal, financial or other interests conflict with the interests of the Organization.
2. Any actual or potential conflict of interest must be disclosed immediately to the Board, and the person concerned shall refrain from decisions on the matter.
3. The Board shall adopt a Conflict of Interest Policy with detailed procedures.



#### **ARTICLE 13: TRANSPARENCY, ACCOUNTABILITY & DATA PROTECTION**

1. Tiigsi Initiative is committed to transparency and accountability towards its members, partners, donors, authorities and communities.
2. Key documents such as annual reports, summarized financial information and program results should be made available in appropriate formats.
3. The Organization shall handle personal data in line with applicable data protection laws and internal guidelines.

#### **ARTICLE 14: AMENDMENTS TO THE ARTICLES**

1. Proposals to amend these Articles may be submitted by the Board or by at least one-third of voting members, in writing.
2. Proposed amendments must be circulated to members at least 30 days before the General Assembly where they will be discussed.
3. Amendments require approval by at least two-thirds of votes cast at a duly convened General Assembly and take effect immediately unless otherwise decided.

#### **ARTICLE 15: DISPUTE RESOLUTION**

1. Internal disputes should be resolved informally where possible. If necessary, they may be submitted in writing to the Board for mediation or resolution, and ultimately to the General Assembly if needed.
2. External disputes between the Organization and other parties should be handled through dialogue and negotiation, and, if unresolved, according to applicable laws and competent authorities.

#### **ARTICLE 16: DISSOLUTION**

1. The Organization may be dissolved by a two-thirds majority vote of a duly convened General Assembly where dissolution is specifically on the agenda.
2. Upon dissolution, all debts and obligations shall be settled and remaining assets transferred to one or more non-profit organizations with similar objectives, as decided by the General Assembly and in line with applicable laws.
3. Under no circumstances may members, Board members or staff claim any share of the Organization's assets.

#### **ARTICLE 17: APPROVAL & ENTRY INTO FORCE**

These Articles of Association were adopted by the Founding General Assembly of Tiigsi Initiative held on 17.04.2020 in Hargeisa, Somaliland, and enter into force on the same date.