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## **01 Prologue**

Technology is a tool, a human invention. In 1947 the transistor was invented, and with this humble electronic component the Digital Revolution began.

Since then, the world has experienced huge advances on this front in a variety of different ways. The advent of the World Wide Web and first web browser by Tim Berners-Lee in 1990, by design, created a means to connect to and distribute information and media over a network, helping to proliferate the sharing of resources and thereby motion the world into the Information Age as we know it.

The sheer wealth and range of information available via the Internet and the World Wide Web is vast; it is an incredible resource, an invaluable tool for many, and plays an essential role in the education sector and learning experience for students and teachers, alike. The significance of this and the ability for it to directly influence, improve and elevate the lives of people in a profoundly positive way is a testament to the human spirit. But.

When unequipped for change, wherever disparity exists, and where the pace of innovation and advance continues to accelerate, some will be left behind.

That is unacceptable.

'The Internet is a global public good that should be accessible to all and respectful of the rights of others.'

Access to the Internet in Ghana is not readily available or affordable, Information Communication Technology, ICT, literacy rates are low, and the prospects for aspiring Science, Technology, Engineering and Mathematics, STEM, students are limited. As a result, this impedes Ghana's ability to develop and flourish in this Information Age. These issues need to be addressed and we, Kotek Solutions, believe we should help.

'If knowledge is power, then knowledge shared is power multiplied.' - Robert Noyce

Our core focus is the education sector and all related institutions in Ghana, particularly those we identify as most in need of support and who are most receptive to our mission. We want to highlight where current models, modes and mechanisms are failing, and we want to help support and realise the development and application of an alternative system architecture and design philosophy to increase Information Communication Technology and Internet access, reliability and efficacy across the country.

## **02 Registration**

The name of the Group is Kotek Solutions. The Group has been fully registered with the Registrar's General Department on 29/05/18 in compliance with the provisions of section 27 and 28 of the companies Act, 1963, Act 179 and has been entitled to commence business effective the date mentioned therein. The parties involved in the running of the Group have been fully registered as tax payers under the Taxpayers Identification Numbering System Act 2002 (Act 632).

### 03 Statements

#### 03.01 Values

The Group shall operate and abide by our core values, which we define as -

- Respect
  - o Mindfulness, humility, honesty, recognition of the intrinsic worth of all people and the value of diversity, and that we are part of a much larger, collective movement;
- Innovation
  - o Bold and fearless creators and problem solvers, aspiring to achieve the highest standards, and with a flair for engineering and delivering practical solutions;
- Sustainability
  - o Self-starters with a broad world view, able to understand that development must meet the needs of the present, without compromising the ability of future generations;
- Equity
  - o Co-operation and solidarity with the excluded, poorest and most affected individuals and groups in society, independent from any religious or political bias or affiliation.

#### 03.02 Slogan

'Thinking beyond borders.'

#### 03.03 Vision

Kotek Solutions is a champion for digital justice, the right to internet access and the freedom to connect and collaborate. We define 'digital justice' as a broad concept that is both working towards and setting out the framework to establish a society that sees technology as a right and not a privilege. It must be -

- Inclusive and accessible;
- Sensitive of context and circumstance;
- Appropriate for the needs of the user;
- Affordable for everyone.

#### 03.04 Mission

Our Group mission is three-fold: we aim to -

- Highlight, explore and fully understand all technical, environmental and socioeconomic limitations to Information Communication Technology access and effectiveness;
- Deliver and support the deployment of Information Communication Technology, Radio Frequency and engineering solutions as part of our 'Education Everywhere' drive;
- Help repatriate, support and galvanise the wealth in human capital to help Ghana support a knowledge society.

#### 03.05 Aims / Objects

Specific aims and objects have been defined in detail, outside of the scope of this document. As a series of general statements, to further our aims and objectives the Group may -

- Identify talent and arrange training for selected Members and beneficiaries in order to upskill and build capacity for the purposes of achieving our aims.
- Arrange meetings with local education authorities and faculty members, conduct surveys and gain feedback in order to better understand and address their needs.
- Deploy educational and educational technology solutions to beneficiaries across sectors, particularly those involved with or

connected to Science, Technology, Engineering and Mathematics, STEM, subjects.

- Research, develop, prototype, workshop and demonstrate Information Communication Technology, Radio Frequency and power systems / engineering resilience to environmental conditions to better serve the end user in every respect.
- Establish a training 'hub' and assist in supporting work placements for STEM students with the requisite interest and qualifications to build their skillset and help them gain experience.
- Acquire, obtain, purchase, record or capture relevant data for the benefits of our studies and the purposes of review and analysis to further refine our knowledge base and better serve our beneficiaries.
- Promote and encourage positive community, corporate and government relationships to avail us to study-specific and outreach opportunities, particularly for those most disconnected.
- Work with similar groups and bodies throughout the world to exchange knowledge, resources and information.
- Attend meetings, forums, seminars, workshops, courses, conferences and any other industry-specific events for the purposes of networking and betterment
- Publicise, promote, advocate, influence and campaign across borders.
- Fundraise and accept contributions, donations, grants, legacies and bequests from public, private and official sources to help fund our activities.
- Subject to any consent required by law, borrow or raise and secure the payment of funds for any purpose, including for the purposes of investment or of raising funds.
- Coordinate, facilitate and manage the implementation of the Groups values, vision, mission, strategy, policies, standards and systems.
- Develop policies for application by the Group and Members.
- Provide support, services and advice to Members.
- Take any action that is lawful, which would help us fulfil our aims.

## **04 Membership**

### 04.01 Qualification / Criteria

Membership of the Group shall be open to anyone who aligns with our vision, our core values, and who is interested in helping the Group to achieve its aims and objects.

### 04.02 Suspension / Termination

Any Member of the Group may resign their membership by giving to the Secretary of the Group written notice to that effect. The Management Committee shall have the power to refuse, suspend or terminate membership to an applicant or current Member, where it is considered such membership would be, or has been, detrimental to the vision, core values, aims or objects of the Group.

## **05 Management**

### 05.01 Composition

The Group shall be administered by a Management Committee of not less than two, 2, people and not more than ten, 10, Members elected at the group's Annual General Meeting. Management Committee Members will be at least 18 years old. Among other such posts /

positions deemed necessary, the core officers of the Management Committee shall be -

- Chairperson/s;
- The Secretary;
- The Treasurer

#### 05.02 Principles

The Management Committee principles will align with and espouse our core values, and consist of -

- Accountability
  - o The Management Committee makes sure the Group operates within its remit and doesn't go beyond their defined scope of work.
- Deference
  - o Taking into account the people the Group will be working with being from all walks of life as well as ethnic and cultural differences and putting measures in place to respect those boundaries.
- Autonomy
  - o Significant areas of autonomous decision making at every level. Recognising that the strength and legitimacy of our leadership lies in its ability to act decisively according to the needs and interests of the Group.
- Subsidiarity
  - o Ensure that decision-making power and decisions should rest as closely as possible to those it affects, while preventing unilateral decisions that could adversely affect other Members.
- Fairness
  - o A culture of transparency, a system of checks, balance and power-sharing through the devolution of authority and rights to Members, and that Members will have equal power without prejudice.

#### 05.03 Functions

The Management Committee shall have the following core functions -

- Formulate, review, approve, implement or otherwise execute on all relevant and appropriate standards, policies, governance structures, strategic plans, meetings, activities, projects and programmes as per our Group aims and objects.
- Raise funds to support our Group aims and objects, approve budgets, ensure that the accounts are audited and that best practice is observed at all times
- To guide, supervise and approve reports and all related Group documents presented by or to the Group and Group Members, for the purpose of review, accountability and self-assessment.
- To make decisions in relation to any dispute with and any complaint against the Group, for whatever reason.

#### 05.04 Voting

At least two, 2, Management Committee members must be present for the Management Committee meeting to take place, and voting shall be by way of a confidential ballot. If there is a tied vote then the Chairperson shall have a second vote.

## **06 Meetings**

### **06.01 Management Committee**

The Management Committee shall meet at once, 1, a year. The Management Committee shall be accountable to the Members at all times and all meetings will be minuted and available to any interested party.

### **06.02 General Public**

The Management Committee shall call at least one, 1, general public meeting each year, the purpose of these meetings is for the Group to account for its actions and consider all development according to and in line with the Group's aims and objects. The Chair of the group shall normally chair these meetings.

### **06.03 Annual General Meetings**

As implied, the Group shall hold an Annual General Meeting, AGM, once, 1, a year. Where possible Members shall be notified personally or via some other agreed means. The business of the AGM shall include -

- Receiving a report from the Chairperson of the group's activities over the year, as per our Group statements in section 03.
- Receiving a report and presentation of the last financial year's accounts from the Treasurer on the finances of the group.
- Electing a new Management Committee and considering any other matter as may be appropriate at such a meeting.

All particulars regarding notice periods, communication and quorum at this very early stage will be defined in full at our first Annual General Meeting.

## **07 Finance**

All funds obtained by the Group shall be used only for the Group; our Management Committee will ensure that any such treasury function to receive, hold, invest, administer and distribute funds will be done so in a proper manner. Our Group resources shall consist of -

- Grants, donations, legacies and bequests;
- Contributions from fundraiser, donations, legacies and bequests from public, private and official sources throughout the world;
- Contract services income and all other related activities;
- All other assets, income and receipts.

## **08 Indemnity**

Every Member or officer of the Group shall be indemnified out of the assets of the Group against all losses or liabilities incurred in or about the execution and discharge of the duties of his/her office, except to the extent that such losses or liabilities shall be attributed to either -

- Fraud or other matters in respect of which such person concerned shall be convicted of a criminal offence; or
- Negligence
- Actions knowingly beyond the scope of a specific authority or limit thereon on the part of such person

## **09 Amendments**

Proposals for amendments to this constitution must be delivered to the Secretary in writing. The Secretary in conjunction with all other officers shall then decide on the date of a meeting to discuss such proposals. Any changes to this constitution must be agreed by at least two thirds of those Members present and voting at any general meeting.

**10 Dissolution**

The Group may be dissolved at any time if agreed by two thirds of those Members present and voting at any general meeting. Any assets shall be returned to their providers, if they require it, or shall be passed to another body with similar aims.

**11 Adoption**

At a suitable date, time and venue, post recognition of our charity / NGO status, and at our first Annual Group Meeting, AGM, the Group constitution will be signed by the Management Committee and officially adopted.

**12 Signatories**

To be appended.