

## **EXPLANATORY NOTES ON PROPOSED AMENDMENTS TO THE CONSTITUTION OF AAU**

1. Article II (i): The need for the AAU to develop linkages with the international community has been added.

2. The name of the 'Executive Board' is changed to '**Governing Board**'. It is the Secretariat and not the Board that is the executive organ of the Association. This is in fact spelt out at Article XIII (1). Another possibility is to use term 'Council' instead of 'Governing Board'.

3. At Article III (1) the different regions of Africa are retained but the countries in each region should be specified in the Bye-Laws rather than the Constitution.

4. At Article IX (1)b the General Conference approves the general framework of the programmes, not the programmes themselves.

5. Article IX (6)a and XI (4)a: The place and dates of the General Conference and COREVIP to be decided by the Governing Board, as has been the usual practice.

6. Article X (2)h and (2)i are details which should appear under election rules or the Bye-Laws, not under the Constitution. The call for nominations one year in advance needs to be changed to perhaps 6 months.

7. Article X (2)j: the regional representation and gender balance for the Administrative Board appears later at Article XII (1)b.

8. Vice-Presidents. Some important changes are proposed at Article X (3). There seems to be no reason for identifying a Second or Third Vice-President. Except in this Article, they are not mentioned again, either in the Constitution or the Bye-Laws. What is important is to identify a First Vice-President who can act for the President in the absence of the latter. Of the 3 Vice-Presidents, who that person should be is best decided by the Board, rather than by the votes obtained in elections.

Actual clause (3)b has been deleted because matters relating to term of office and re-election are covered by Article XII(h), which applies to Board members, including Vice-Presidents. It should be noted that Vice-Presidents now become eligible for re-election, whereas presently they are not. This is important for continuity.

9. Article XII (1)b: It is not clear what '*profile of the different members*' means. There does not seem to be any reference of this in the Bye-Laws. But it has not been deleted, just in case we need to add different types of members later.

10. Article XII (1)h: It is desirable, even at re-election, for the Board members to be executive heads. The new added clause (1)i allows, at both election and re-election, for non-executive heads to be elected in exceptional circumstances. There is at present a clause in the Bye-Laws which allows a non-executive head to be elected to the Board in exceptional circumstances, but it is preferable to have this in the Constitution.

11. Executive Committee. The creation of an Executive Committee of the Board is proposed at Article XII (5). For financial reasons, the full Board can meet only once a year. In between, however, there are usually important decisions that must be taken. The President can do so on behalf of the Board, but it is advisable to set up an Executive Committee of the Board to act on its behalf. The Executive Committee, being small, can meet twice, once in between Board meetings, and once just before a Board meeting. It can also meet through teleconferencing. In fact, the previous Bye-Laws had provision for such an Executive Committee but it was removed in the revised Bye-Laws. It is better to have the Executive Committee mentioned in the Constitution itself. In some way this enhances the role of the Vice-Presidents.

12. Article XII (2)f: This addition emphasises the importance for the Secretariat to develop its programme of activities and strategic plan.

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