

THE CONSTITUTION OF HACEM-SL LIMITED

PREAMBLE

Sierra Leone is located in West Africa between about 10° and 13° W and 7° to 10° N. The country's total area is 71 740 km² and it has a North-South extension of about 340 km and a maximum East-West extension of about 300 km. Sierra Leone is bordered by Guinea in the North and East, and by Liberia in the East and South. Its Atlantic Ocean coastline in the South and West is about 400 km long. The country's highest point is Loma Mansa (Bintimani) reaching 1,948m.

There are four main physical regions:

- Coastal plains (covering 14 percent of the country's area);
- Interior plains (43 percent);
- Plateau (22 percent);
- Hills and mountains (21 percent).

Sierra Leone is divided into 5 Regions, 16 Districts and 149 Chiefdoms:

This constitution will be used by **HACEM-SL** Limited to carry out its operations.

ARTICLE ONE

Section 1: Name of the Organization:

The name of the Organization shall be "**HACEM-SL Limited**". HACEM is an acronym meaning

H: HEALTH

A: AGRICULTURE

C: CONSTRUCTION

E: EDUCATION

M: MINING

Section 2: Motto

The Motto of the Organization is “**Supporting people on Health, Agriculture, Construction, Education and Mining for sustainable development**”

Section 3: Mission and Vision:

3.1: Vision

We envision a future in which Kambia District or Sierra Leone in general is far more productive and builds far greater wealth for its inhabitants. We will form closer social and community connections with each other. We will produce more of life's essential food stuff; add value on them for domestic and international consumption; and supply quality seed-rates and fertilizer to farmers.

Our values are critical to our success. They are the strong foundation of Business, define who we are, and set us apart from our competitors. They underlie our vision of the future. These values include:

- **Performance excellence.** We act as responsible owners, always seeking to meet or exceed expectations.
- **Teamwork.** We act as a team, committed to each other, and bound by trust and loyalty.
- **Integrity.** We treat one another, and all our stakeholders with dignity and respect.
- **Honesty, ethical behavior, and integrity** are fundamental characteristics of our business conduct.

3.2 Mission

- To create investment fund that builds wealth for local residents at all levels of wealth by supporting small local businesses and independent farmers
- To build a broad consumer campaign in our communities that supports local business.
- To promote the education and health of rural people

Section 4: Keys to Success

Our keys to success are:

- Excellent product and service that will build and maintain customer loyalty.
- A business location that will assure high company visibility and a high flow of customers.
- Proven management ability to successfully run a similar business.
- Our commitment to continuous improvement and total quality services

Section 5: The Address

The District Office Contact Address:

The Regional Office Contact Address:

ARTICLE TWO

Section 1: Membership

Membership shall be open to Sierra Leoneans both home and abroad and non-Sierra Leoneans who are interested in the ideals of the Organization. Staff will be recruited based on knowledge, skills and competence.

Section 2: Termination of Membership

Membership to the organization shall be terminated or withdrawn from persons who are full members of the organization on:

- Poor management of the business, function and or financial misappropriation from the organization's coffer, properties or equipment.
- Gross misbehavior or acting in any way that is regarded inimical to the smooth running of the business
- Failure to attend regular meetings and payment of loans. Dismissal of such person is preceded by suspension by the Board Chairman followed by a meeting of the disciplinary committee. Then legal action shall be taken if necessary.

Section 3: Aims and Objectives

The long- term objective of the organization is to build wealth for local communities by supporting farmers, youth and women's business groups.

The short-term objectives include

- To assist in the mobilization of resources for the effective implementation of any project deems necessary for the community.
- To establish and operate a loan scheme to support income generating activities for women, youths, farmers and small-scale enterprises.
- To support farmers with seed-rates and fertilizer as soft loan.
- To foster unity, cooperation and common understanding among members of the organization.
- To strengthen the local economy and social fabric as a partial "dividend.
- To support the health and education of the members, women, youths and farmers

ARTICLE 4:

Section 1: The Business Management Team

The Management shall comprise the following:

- Board of Directors
- Managing Director
- General Manager
- Finance Officer
- Regional Field Supervisors

- District Field Officers
- Marketers/PRO
- Auditors
- Legal Advisers
- Labor

2.1 The Board of Directors

- Promotes high standard of the Business; the Board must encourage appropriate programs for in-service professional development of staff
- Develops clear, achievable strategic plan, with set data driven expectations and goals
- Reviews and approves Development/ Improvement plan and budget for the business at the beginning of each fiscal year as well as monitor its implementation
- Set and monitors achievement of performance targets of the business.
- Discuss and approve the comprehensive annual report of the company submitted by the Managing Director.
- For the effective discharge of its functions, the Board must appoint committees, which include Finance, Advisory, etc. or any ad hoc committee to carry out varied and/or specific tasks of the Board
- The sub committees will have to report to the Board for the ratification of decisions taken before they could be implemented. However, these decisions of sub committees are therefore advisory and not binding on the Board to ratify or not to do so. Even though the Managing Director is to serve as Secretary to the committees, he/she must take active role in the deliberations of these committees

2.2 The Managing Director

The Manager Director shall:

- develop and execute the business's strategies in order to obtain goals

- Provide strategic advice to the managers
- Prepare and implement comprehensive business plan
- Plan cost- effective operations and market development activities
- Establish business policies and legal guidelines
- build long term, trusting relationships with shareholders, business partners and authorities
- oversee the business' financial performance, investments and other business ventures
- supervise the work of the executives providing guidance and motivation drive maximum performance
- ensure performance appraisal, training and professional development activities
- reward performance, prevent issues and resolve problems
- execute public speaking and representational appearances in a professional manner
- analyze problematic situations and occurrences and provide solutions to ensure business survival and growth
- further develop and enhance business culture

2.3 The General Manager

General Manager shall:

- Oversee daily business operations
- Develop and implements growth strategies
- Train low- level managers and staff
- Create and manages budgets

- Improve revenue
- Hire employees
- Evaluate performance and productivity
- Analyze accounting and financial data
- Research and identifies growth opportunities
- Generate reports and gives presentations

2.4 The Finance Officer

The Financial Officer shall:

- Receive , collect, deposit and disburse all monies and cheques of the organization
- Document and keep-to-date records of the monies and the records available to the executives and the auditor when necessary.
- Handover all monies to the treasurer within the shortest possible time
- Work with the Loan Officer

2.5 The Marketer/ Public Relation Officer

The Marketer of the organization shall:

- Be responsible for educating the public about the organization
- Make negotiations on behalf of the organization
- Serve as a liaison officer between the program and the project management for future development
- Serve as a link between the organization and the community and shall coordinate relation with other organizations within and without the country

- Coordinate and disseminate the organization's activities and ideologies to the members
- Serve as a link between the executive and the general body
- On consultation with the chairman or any other person acting in his / her capacity, shall represent the organization on meetings or gatherings on invitation by the said group.

2.6 Loan Officers

The Loan Officer shall:

- Meets with loan applicants to identify their needs and collect information for loan application
- Analyze active loan files on a regular basis and recommend solutions to speed up the loan process
- Complete loan contracts and teach clients on policies and regulations
- Interview applicants to define financial eligibility and establish debt payment plan
- Submit loan applications in a timely manner
- Monitor and update account records
- Prepare detailed loan proposals
- Reject loan applications and explain deficiencies to applicants
- Respond to applicant's questions and resolve any loan-related issues
- Operate in compliance with the laws and regulations

2.7 The Auditor

The Auditor shall:

- Shall audit the financial activities of the organization
- Keeps records of the audit exercise and forward them to the organization's executive at a special meeting to be presented to the general body
- Be mandated to check the activities of the various secretaries

2.8 The Legal Adviser

The Legal Adviser shall:

- Advise the executive on legal and constitutional matters
- Be the custodian of all legal documents of the organization
- Draft and interpret all legal documents
- Be the legal protector of the members of the organization if so willing

ARTICLE 5

Formation of the Management team

Membership of the Management team shall be by appointment based on relevant academic qualification, knowledge, skills and competence.

ARTICLE 6:

Section 1: Resolutions:

Notice of resolutions or recommendations shall be submitted to the Senior Management at least two weeks before the monthly management meeting.

Section 2: Oath of Office

All Managers shall take an oath of office

Section 3: Amendments:

An amendment to the constitution is by two-third (2/3rd) majority of the senior members of the management team. Notice of amendment shall be circulated amongst the membership at least fifteen (15) days before the monthly Management meeting

ARTICLE 7: FINANCES

Section 1: Income

The Company shall depend on the following sources for its income

- Investment capital
- Profit generated from business
- Fundraising activities

Section 2: Bank Account

The Company shall operate on savings and Current Accounts

Section 3: Signatories to the organization's account

The signatories to the Company's Bank Account shall be **determined by the Senior Management of HACEM-SL Limited**

Section 4: Deposit of organization's money

The Financial Officer shall deposit all monies into the Company's Bank account. Any decision to withdraw money from the organization's Bank account must be discussed and approved by the Senior Management before such withdrawal is affected.

Section 6: Audit

The Company shall be audited after every six months in the year

Signed:

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Managing Director

Approved:

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Chairman, Board of Directors