

THE FEDERAL REPUBLIC OF NIGERIA

COMPANIES AND ALLIED MATTERS ACT, 1990

THE CONSTITUTION

of



NAEGE

**NIGERIAN ASSOCIATION FOR ENGINEERING
GEOLOGY AND THE ENVIRONMENT**

(NAEGE)

THE FEDERAL REPUBLIC OF NIGERIA
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&
BYE-LAWS
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GEOLOGY AND THE ENVIRONMENT
(NAEGE)



NATIONAL ANTHEM

ARISE, O compatriots, Nigeria's call obey
To serve our Fatherland
With love and strength and faith
The labour of our heroes' past
Shall never be in vain
To serve with heart and might
One nation bound in freedom,
Peace and Unity.

THE PLEDGE

I pledge to Nigeria my country
To be faithful, loyal and honest
To serve Nigeria with all my strength
To defend her unity
And uphold her honour and glory
So help me God.

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NAME OF THE ASSOCIATION

The Association shall be known, called and addressed as **NIGERIAN ASSOCIATION FOR ENGINEERING GEOLOGY AND THE ENVIRONMENT (NAEGE)**.

HEADQUARTERS OF THE ASSOCIATION

The headquarters of the Association shall be the permanent address of the Nigerian Mining and Geosciences Society (NMGS) while and the corresponding office shall be the office of any current National President.

OBJECTIVES AND FUNCTIONS

The objectives of the Association shall include the following:

1. To provide a platform for meeting of all Engineering Geologist and allied Environmental Geoscientists;
2. To prescribe a code of ethics for the practice of the profession;
3. To standardize the qualifications of practicing persons in the profession;
4. To encourage data collection, research and dissemination of information on Engineering Geology and the Environment;
5. To advise the government and the public on the need to control the engineering, geologic and environmental investigations;
6. To harness funds and support from government and other bodies in their involvement towards the growth of Engineering Geology and the environment;
7. To cooperate with other allied professional bodies connected with Geotechnical practice;
8. To nominate any member or members as arbitrators or investigators on geotechnical failures and or problems whenever necessary;
9. To establish for and or facilities for

- (i) Annual international conferences and AGMs of the society;
- (ii) Organization of symposia, workshops and trainings on problems involving Geotechnical and Environmental Practice in Nigeria from time to time;
- (iii) Publishing of journals, proceedings of annual conferences, symposia, workshops, seminars and engineering geologic and environmental papers;
- (iv) Advising on curricular development on the training of Engineering Geologists in Nigerian Higher Institutions;
- (v) Collaborating with the Council of Nigerian Mining Engineers and Geoscientists to monitor and enforce the adherence to codes, ethics, and regulations regarding the practice of engineering Geology;
- (vi) Any other functions necessary for the growth of the profession.

1. ORGANIZATION

(I) MEMBERSHIP

(i) NON-CORPORATE MEMBERSHIP

This category of member of the Association is for any individual who meets the under listed requirements

(a) STUDENT MEMBERSHIP

This category of membership shall open to students currently undergoing training in higher institutions in the area of Engineering Geology, Environmental Geology, Hydrogeology and or allied disciplines and shall be conferred on any such individual upon recommendation to the Association by a registered member of the association and by simple majority of the members of the National Council of the association present and voting.

(b) GRADUATE MEMBERSHIP

Admission to this category of membership shall be open to individuals who meet the following requirements:

- (i) A basic degree or its equivalent in Geology, any of the Natural sciences or Engineering plus one of the following
 - (a) Is undergoing training in Engineering Geology or Engineering Geology or any allied discipline;
 - (b) Is employed in geotechnical and environmental practice outfit and is undergoing supervision by a Corporate member;
 - (c) Postgraduate training in engineering geophysics with relevant verifiable experience in geotechnical and environmental practice.

This class of member shall be given upon recommendations by a Corporate member and by simple majority of the National Council of the Association.

(c) AFFILIATE MEMBERSHIP

This class of membership shall open to persons who do not possess the requisite educational requirements in Geology but have been involved in the geotechnical practice with verifiable experience. Admission into this class of membership shall be by at Two-Third majority votes of the members of the National Council of the Association present and voting.

(d) CORPORATE MEMBERSHIP

Any individual applying for full membership of the association shall have satisfied the following conditions to be eligible for election as corporate members.

- (i) Shall have satisfied the requirements for graduate membership and in addition shall have been actively involved in geotechnical and/or engineering Geologic and environmental practice for a minimum of three (3) years

shall be conferred by two-third majority vote of members of the National Council present and voting.

- (ii) Posses a postgraduate qualification such as M.Sc. or Ph.D. in Engineering Geology, Environmental Geology;

(e) FELLOW MEMBERSHIP

Membership as a fellow shall be conferred on persons who have been a full member for a minimum of ten (10) years and shall be elected into Fellowship by two-third majority of National council members present and voting after due recommendation by the committee on Fellowship Award.

(f) INSTITUTIONAL MEMBERSHIP

This class of membership is open to any Corporate organization involved in geotechnical practice or any Higher Institution offering courses in Engineering Geology, Environmental Geology and any allied discipline.

(g) HONORARY MEMBERSHIP

This category of membership is strictly at the discretion of the National Council Members and is reserved for persons who have demonstrated interest in promoting the aims and objectives of the Association and shall be elected by two-third majority of the members of the National Council present and voting. Propositions refer to members with no current activities within the National Executive of the Association. Propositions should be given by a well-documented report from one of the National Council Members. Honorary members are listed separately in the directory of the Association and are not required to pay membership fees.

(II) MEETINGS

(a) GENERAL MEETING

The general meeting consisting of all classes of membership shall be the highest authority of the Association and shall hold annually and members may at such meetings—

- (1) Consider discussions of technical and professional papers
- (2) Determine major policy decisions of the association
- (3) Establish guidelines by which council may conduct the affairs of the Association
- (4) Elect officers Biennially and other Council members of the Association (annually) for the succeeding year; and
- (5) Conduct any other business of the Association

(b) EXTRAORDINARY MEETING

Extraordinary meetings may hold at the request of the National Council currently in office or by 20% of Corporate Members of the Association provided that;

- (1) That the objective of such extraordinary meeting is specified;
- (2) The time, date and venue of such a meeting are communicated to the General Secretary at least two months before the time of the meeting;
- (3) No proposal to amend, repeal or alter any section of the constitution is intended;
- (4) The Corporate members are from at least three chapters and are financially up to date.

The extraordinary meeting may be summoned by the General Secretary of the Association on the advice of the President.

- (h) If section 3, subsection 1 is met and at the end of three weeks an extraordinary meeting is not summoned, the prerogative for call

for meeting shall lie on collection of signatories who shall be known as the Conveners of such meeting.

(III) VOTING

The right to vote shall be extended to all members provided that

- (1) Each member shall exercise one vote by cast when present personally and not in absentia;
- (2) Proxy vote may be accepted when duly certified by a prescribed form of the Association which has been signed by the appointer and shall be delivered to the Secretary General of the Association forty-eight (48) hours before the time appointed for the meeting where votes are cast
- (3) Not more than three proxies are held by any member at any one meeting

(IV) QUORUM

Quorum at any meeting shall be a minimum of 25% of registered and financially up-to-date members of the Association and decisions taken at the General Meetings shall be by simple majority vote.

(V) OFFICERS OF THE ASSOCIATION

- a) Officers of the Association shall be elected at the Annual General Meeting (AGM). The Officers so elected shall serve for a two years term before another election. An Officer after successfully serving a term in office, is eligible for a second term and thereafter vacate to present himself/herself for another position if he/she so wishes.

The Officers of the Association shall be

- (i) President
- (ii) Vice President (North

- (iii) Vice President (South)
- (iv) General Secretary
- (v) Assistant General Secretary
- (vi) Financial Secretary
- (vii) Treasurer
- (viii) Publicity Secretary/PRO
- (ix) Social Secretary
- (x) Editor-in-Chief
- (xi) Deputy Editor-In-Chief
- (xii) Immediate Past president (IPP)
- (xiii) Two Fellows in Council
- (xiv) Two Auditors to be appointed by the National Council

b) DUTIES OF THE OFFICERS

THE PRESIDENT

- (i) The President carries prime responsibility for the conduct of the affairs of the Association, both in presiding at internal meetings and in representing the Association externally;
- (ii) All actions taken by the President will be reported and minuted at Council meetings;
- (iii) Should the President be unable to complete his term of office, the National Council shall elect an Acting President who will take over the duties of President until the election is ratified at the following Annual General Meeting and becomes effective for the remainder of the ex-President's term of office;
- (iv) If the President is not able to attend a Council meeting, he/she may authorize the Immediate Past President or one of the Vice-Presidents to act for the President at that particular meeting;
- (v) If the Secretary General is unable to attend, the President may authorize another member to act in his capacity at the meeting.

- (vi) The President shall be Ex-Officio member of all Committees of the Association
- (vii) Ensure that all orders and resolutions of the General Meetings and Council are effected;
- (viii) Direct all other Officers of the Association in their duties.

THE VICE PRESIDENTS NORTH AND SOUTH

In the absence of the President, National Council and AGM shall be chaired by one of the Vice-Presidents or the Immediate Past President, who will be elected by those present on the basis of a simple majority vote.

- (i) The Vice-Presidents share in the responsibility of the conduct of the affairs of the Association, representing the President and the Executive Committee in their own regions and reporting on their activities at Council meetings;
- (j) In addition to helping draft NAEGE policy, the Vice-Presidents have a particular responsibility to foster the aims and purposes of the Association in their region by Promoting NAEGE membership, encouraging and supporting symposia, conferences and meetings in their areas;
- (k) Each Vice-President will partake in the work of a Commission, Working Group or Committee in order to further its work and to act as a liaison officer between that group and the Executive Committee.
- (l) Should any of the Vice-Presidents be unable to complete their term of office, the National Council shall appoint another Vice-President to function in acting capacity until ratification at the next Annual General meeting.
- (m) It is the responsibility of the outgoing Vice-President to ensure a nomination for a successor is received at least six months prior to the AGM.

GENERAL SECRETARY

He shall function under the directives of the President and shall carry out the following duties:

- (i) Conduct the formal correspondence and administrative affairs of the Association, managing the Secretariat and keeping appropriate records. His offices will therefore be deemed to be the official headquarters of the Association;
- (ii) Convening the administrative meetings of the Association, circulating the appropriate documents, etcetera;
- (iii) Ensuring the President and other members of the National council are at all times appropriately informed of the administrative affairs of the Association;
- (iv) Making formal reports to the National Council meetings and AGMs;
- (v) Implementing the decisions of the National Council and the directions of the President;
- (vi) Publishing and circulating the Association Newsletter;
- (vii) Maintaining a list of members of the Association and publishing this periodically as agreed by the Executive Council;
- (viii) Keeping a library of all NAEGE publications;
- (ix) Should the General Secretary be unable to complete a term of office, Assistant General Secretary will take over the duties of General Secretary until the election is ratified at the following AGM;
- (x) Call for nominations for officers of the National Executive Council one year in advance. Nomination lists will close four months before a Council meeting provided at least one nomination per office has been received.

- (xi) In the event of more than one nomination being received, election to the National Executive shall be by secret ballot during the Annual General Meeting of the Association;
- (xii) Furnish annual or special reports of the activities of the Association;
- (xiii) Perform all other duties as may be assigned to him by the President or by the National Council;
- (xiv) Be Ex-Officio member of all the committees of the Association;
- (xv) See that all applications for membership are submitted as prescribed by the Council.

ASSISTANT GENERAL SECRETARY

The Assistant General Secretary shall assist the General Secretary in the performance of all secretarial duties and shall act in place of the General Secretary in his absence.

FINANCIAL SECRETARY

The Financial Secretary shall collect all monies due to the Association and remit same to the Treasurer within 48 hours or pay such monies into the Association's bank account and return tellers to the Treasurer as soon as possible. He shall keep all financial records and submit an annual financial report to the AGM.

TREASURER

- (1) The Treasurer shall keep enrollment fees, subscriptions and other funds due to the Association and shall be trusted with the custody of title deeds, securities and other vouchers and any other document belonging to the Association which council may from time to time trust to his custody.
- (2) He shall keep all monies belonging to the Association and shall make disbursement as directed by the Council.

- (3) Should the Treasurer be unable to complete a term of office, the Executive Committee shall elect an Acting Treasurer who will take over the duties of Treasurer until the election is ratified at the following Council meeting.

PUBLICITY SECRETARY/PRO

- (i) He shall be responsible for and direct all activities designed to promote publicity for the Association;
- (ii) He shall act as liaison between the association, publicity agencies and the general public.

SOCIAL SECRETARY

Shall be responsible for and direct all social activities of the Association and arrangement of visits to field trips.

EDITOR-IN-CHIEF

Shall be responsible for and direct—

- (1) Publication of the Association's Journal;
- (2) Shall chair the editorial board of the Journal;
- (3) Shall collate all papers presented at the NAEGE Conferences;
- (4) Shall send all papers collected for peer review;
- (5) Shall recommend reviewers to the NAEGE Council;
- (6) Shall have powers to establish rules for paper publication as he may deem fit base on international best practices;
- (7) The Editor-in-Chief will be invited to attend Council meetings and present a report;
- (8) The Editor-in-Chief receives papers submitted to the Journal, selects appropriate referees and informs the authors of the decision regarding their acceptance;
- (9) The Editor-in-Chief provides authors with guidelines for the production of the final manuscripts and ensures papers are

properly prepared for submission to the printer. Although every effort will be made to have the proofs checked by the individual authors, if they are not returned within one calendar month, the proofs will be corrected by the editorial staff;

- (10) If the Editor in Chief is unable to complete a term of office, these duties will be taken over by the Deputy Editor-in-Chief and if unavailable, the General Secretary, unless and until the Executive Committee appoints a new Editor-in-Chief.

DEPUTY EDITOR-IN-CHIEF

- (1) In the absence of the Editor-in-Chief, he shall act in the office to ensure the journal delivers on its goals.
- (2) He shall assist the Editor-in-Chief in carrying out his duties and carry out any other assignment as may be necessary from time to time.

FELLOWS IN COUNCIL

Two persons each to represent the fellows in the National council of the Association to be elected for a two term by the Fellows of the Association.

THE NATIONAL COUNCIL OF THE ASSOCIATION

The National Council shall comprise the President, Vice-Presidents, General Secretary, Treasurer and Immediate Past President of NAEGE. Its purpose is to effect the administration of the affairs of the Association by:

- a) Managing the financial affairs of the Association;
- b) Interpreting and implementing Council resolutions;
- c) Making proposals to Council, particularly concerning policy;
- d) Monitoring the progress of Working Groups and Commissions.

POWERS AND PROCEEDINGS OF THE NATIONAL COUNCIL

The National council shall be the executive of the Association and shall consist of all the Elected Officers and the Immediate Past President. The Council and the Officers shall be elected at the AGM of the Association and shall hold office for two years until the next election.

- (a) The Council shall meet at least once every six months at such a time and place to be decided;
- (b) The quorum of the National Council shall be two-third majority of the National council members;
- (c) Shall exercise control and management of the Association's finances;
- (d) Shall have powers to appoint any member to represent the Association in any capacity;
- (e) Express the views of the Association in matters of public interest;
- (f) Make all necessary arrangements for the national Conferences and annual General Meetings of the Association;
- (g) Appoint any of its members or any suitable member of the Association to fill any vacant position until election into such position is conducted.

COMMITTEES

- (a) All committees of the Association shall be constituted by the resolution of a General Meeting of the Association with specific mandate, terms of reference, duties and or responsibilities as may be deemed necessary by the General Meeting from time to time;
- (b) The President or, in his absence, any of Vice President and the General Secretary shall be Ex-Officio members of all such committees.

FINANCES OF THE ASSOCIATION

(a) REGISTRATION AND ANNUAL SUBSCRIPTION

Registration fees and or subscription for the different categories of membership shall be determined and reviewed by the National Council of the Association for the following categories of membership:

Category of Membership	Registration	Annual Subscription
Student Membership		
Graduate Membership		
Affiliate Membership		
Corporate Membership		
Fellow Membership		
Institutional Membership		

The General Secretary shall notify any member in writing whose annual dues for any financial year are yet to be paid and notify the Council about all indebtedness to the Association.

(b) FINANCIAL YEAR

The Financial year of the Association shall be from 1st January to 31st December every year.

(c) ACCOUNTS

All monies belonging to the Association shall be kept in account(s) that shall be opened with any registered commercial bank in the Federal Republic of Nigeria which shall be approved by the Council.

(d) LOCAL ORGANIZING COMMITTEE ACCOUNTS

The Local Organizing Committee of every Conference shall be allowed to open and operate an LOC account with the Chairman and any of the

Secretary or Treasurer as signatories for purposes of conference funds' management towards achieving the success of the conference.

(e) SIGNATORIES TO THE ASSOCIATION'S NATIONAL ACCOUNTS.

The **signatories** to the Accounts held by the association **shall** be the **President** and **any** of the **Treasurer** or the **General Secretary**.

(f) EXPENDITURES

No monies shall be expended by any of the Officers except approved by the Council

(g) IMPREST

The President and or the General Secretary may hold as an imprest not exceeding for the running of the affairs of the Association.

PROPERTY

- (a) The Council shall in trust hold all the property of the association for the association;
- (b) All documents belonging to the association shall be accessible to all members of the Association and shall be made available when applied for in writing.
- (c) The Council may on behalf of the Association accept monies, manuscripts, books, maps, plans, drawings, instruments, samples or other personal properties which may be bequeathed to the Association for purpose of advancing its scientific and public objectives.

AFFILIATION

Subject to two-third majority vote of all members of Council present and voting, the Association may affiliate itself with any National or

International organizations involved in Geotechnical and Environmental practice and advancement.

PUBLICATIONS

- (1) There shall be a Journal of the association which shall known, called and address as in which shall be published regularly scientific researches in the fields of Engineering Geology and the Environment;
 - (a) There shall be an editorial board of the Journal chaired by the Editor-In-Chief
 - (b) There shall at least two other members nominated by the Council in the board
 - (c) The Editor-in-Chief shall have powers to make rules for paper review and publications based on international best practices for Journal publication.

BY-LAWS

Differences in opinion in interpretation of the content of this document shall be communicated in writing to the National Council of the Association and shall be presented to the AGM for ratification and amendment.

CODE OF CONDUCT

Every registered member of the Association shall uphold and honour the dignity of the Association, in his personal and professional conduct, the ethics of the Association and to act always in the best interest of the Association and the public.

- (a) Member shall make available his professional knowledge and experience in accordance with this code as a Consultant or Adviser or a Teacher of Engineering Geology and the

Environment as a faithful agent and Trustee of his Client, employer or other people connected with the work.

- (b) It shall be considered unprofessional, unethical and inconsistent with honorable and dignified conduct and contrary to professional and public interest for any member of NAEGE to—
1. Exert undue influence, or to offer, solicit or accept financial gratification for the purpose of affecting Engineering Geologic practice;
 2. Accept remuneration for services rendered other than from his client or his employer;
 3. Attempt to supplant another member of the Association in a particular engagement after definite steps have been taken toward his employment;
 4. Review the work of another member except with the knowledge of the said professional colleague unless such engagement for his colleague has been terminated;
 5. Attempt to injure maliciously, the professional reputation, business or employment of another colleague;
 6. No member shall advertise for services in any manner derogatory to the dignity of the profession;

It shall be the responsibility of every member to bring to the notice of the Council any violation(s) of all or any of the provisions of this Code and to endeavor to encourage the adherence to the provisions of this code.

SANCTIONS

- (1) Any report on a member who is alleged to have violated any or all of the provisions of the Code of Ethics, shall be investigated by a duly constituted “Disciplinary Committee” set up by the National Council;

- (2) The Disciplinary Committee shall invite the alleged erring member in writing for defense of the allegations;
- (3) The Disciplinary Committee shall make appropriate recommendations to the National Council on its investigations.

If found guilty, the erring member shall receive either any or all of the below mentioned sanctions:

- (1) Warning
- (2) Loss of right of membership and right of practice
- (3) Suspension
- (4) Expulsion

AMENDMENT

This constitution shall only be amended after a 21 days' notice of the proposed amendment has been served and there a two-third majority vote of members present and voting at the Annual General Meeting of the Association has been met.

PATRONS AND INSTITUTIONAL MEMBERS

1. Honourable Minister of Works and Housing
2. Honourable Minister of Water Resources
3. Honourable Minister of Environment
4. Managing Directors of River Basins Development Authorities

III. SPECIAL CLAUSES

1. **THE INCOME AND PROPERTY OF** Nigerian Association of Engineering Geology and the Environment (NAEGE) shall be applied solely towards the promotion of the objective of the Association as set forth in these Constitution and Bye-Law, and no portion thereof shall be paid or transferred directly or indirectly, by

way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Association.

2. **PROVIDED** that nothing herein shall prevent the payment in good faith, or reasonable and proper remuneration to any officer or servant of the Association in return for any service actually rendered to the Association:
 - a. With the exception of ex-officio members of the Governing Council, no member of the Council of Management or Governing Body shall be appointed to any salaried office of the Association or any office of the Association paid by fees; and
 - b. No remuneration or other benefit in money or money's worth shall be given by the Association to any member of such Council or Governing Body except repayment of out of pocket expenses or reasonable and proper rent for premises demised, or let to the Association or reasonable fees for services rendered.
3. If in the event of a winding up or dissolution of the corporate body if there remains after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institutions, having objects similar to the object of Association, such institutions to be determined by the members of the Association at or before the time of dissolution.
4. If effect cannot be given to the aforesaid provisions, then the remaining property shall be transferred to some charitable object.

PRESIDENT

SECRETARY

Date:.....

Date:.....

