



Human & Hope Association

Empowering Cambodians to create a sustainable future for themselves



Amended
3rd April
2014

Official Constitution (By-Laws and Charter)

This document contains the official rules for the registered NGO 'Human and Hope Association', located in Sambour Village, Sambour Commune, Siem Reap Province.

Human & Hope Association

CONSTITUTION AND RULES

DEFINITIONS AND INTERPRETATION

Definitions

In this Constitution, unless the contrary intention appears:

'Board' means the governing board

'Committee' means the staff of HHA whose positions are listed in this document

'Constitution' means this Constitution of HHA

'General meeting' means a general meeting of the members of the committee convened in accordance to these rules

'HHA Australia board' means Human and Hope Association Incorporated, which is the external advisory and fundraising board in Australia

'HHA management' means a Director or Manager of HHA

'Member' means a member of the governing board

'Month' shall mean a calendar month

'Staff' means someone who is employed by HHA or volunteers at HHA and has signed the necessary contracts

Interpretations

In this Constitution;

- (a) Words importing the singular to include the plural and vice versa;
- (b) Words importing gender to include other genders;
- (c) References to a person include the legal personal representatives and successors of that person; and
- (d) A reference in writing be construed as including printed, postal mail as well as electronic mail

Severance

If any phrase or Provision in this Constitution is invalid or unenforceable, the phrase or provision shall be read down to the extent possible so as to be valid and enforceable and shall only be severed to the extent of the invalidity or unenforceability, without affecting the remaining provisions.

CHAPTER I

ABOUT NAME, LOGOS, LOCATION AND BACKGROUND

ARTICLE 1: NAME

The name of the NGO is **Human and Hope Association**, referred herein as 'HHA'.

ARTICLE 2: ABOUT OUR PROJECTS

Human and Hope Association is a non government organization, neutral, irrespective of races, color, religion or political trend, non political party tool neither contribution to means, material, financial nor human resources of supporting any candidate or any supporter, and it serves only the public benefit.

Human and Hope Association has the following projects:

Education

- English Class
- Pre-school class
- Morality
- Art class
- Conversation and Movie Club
- Library
- Hygiene
- Staff developing program

Vocational Training

- Sewing Class
- Home sewing business

Community Support

- Staff scholarship program
- Opportunity Scholarship Program
- Microfinance
- Rural School Support
- Short Course Training

Future Plans

- Computer Class
- Family Farm
- Elderly Program
- More Vocational Training

ARTICLE 3: LOGOS OF HUMAN AND HOPE ASSOCIATION

The official logos to be used by HHA are as follows:



Human & Hope Association

Empowering Cambodians to create a sustainable future for themselves



សមាគមមនុស្ស និងក្តីសង្ឃឹម

ជំរុញ និងលើកទឹកចិត្តប្រជាជនកម្ពុជាឲ្យទទួលបាននូវអនាគតប្រកបដោយនិរន្តរភាព

3.2 Logo Design

- The logo has a round shape
- The outside of the circle is green and the inside part is yellow
- The Khmer and English name is displayed inside the green circle

- There are students are holding hands inside the yellow circle
- HHA's Khmer nickname is written in the middle of the yellow circle

3.3 Logo Meaning

- Green represents agriculture
- Yellow represents brightness and sunshine
- The students are holding hands to represent unity and quality of education

ARTICLE 4: THE SEAL

The association shall have a common seal upon which its corporate name shall appear in legible characters.

The seal shall not be used without the express authorization of the board or committee, and every use of the seal shall be recorded in the minute book of the Association.

ARTICLE 5: BACKGROUND

Human and Hope Association was initially founded on 8th March 2011 by a group of students. The founding members who have left Human and Hope Association have no power or rights to the Human and Hope Association name or resources.

ARTICLE 6: LOCATION

Human and Hope Association is located in Sambour Village, Sambour Commune, Siem Reap City, Siem Reap Province, Cambodia.

CHAPTER II

VISION, MISSION, AIMS AND VALUES

ARTICLE 7: VISION OF HUMAN AND HOPE ASSOCIATION

For Cambodian to transform their lives through empowering and sustainable methods which are passed on from generation to generation.

ARTICLE 8: MISSION OF HUMAN AND HOPE ASSOCIATION

To empower Cambodians to create sustainable futures for themselves through projects focused on education, vocational training and community support.

ARTICLE 9: AIMS OF HUMAN AND HOPE ASSOCIATION

1. To provide free services to Level One, Two and Three beneficiaries so education and vocational opportunities are available to all members of our community.
2. To provide quality education to our students by capacity building our staff.

3. To promote strong, united families where children have access to education and parents have the skills to find sustainable employment.
4. To teach morality and values subjects to students as part of a holistic approach to education and community development.
5. To create long-term, positive change by addressing the underlying causes of poverty and disadvantage and implementing projects to tackle these causes.

ARTICLE 10: VALUES OF HUMAN AND HOPE ASSOCIATION

Empowerment – we aim to empower people to create long-term change for themselves, and our community.

Sustainability – we believe in the importance of ensuring that positive change is long lasting and intergenerational; a long-term solution to poverty.

Equality – we do not discriminate on any basis, including age, gender or social status. We believe everyone is deserving of opportunities and support.

Integrity – we believe in doing what is right even when it is difficult, and hope to promote this value to our students and community.

Transformation – we hope to foster positive growth for individuals as well as promote social change in our community and Cambodia generally.

CHAPTER III

MEMBERSHIP

ARTICLE 11: ABOUT MEMBERSHIP

Human and Hope Association gives priority to the two sexes of Cambodian people who are 16 up, they are able to apply for the members of this association unless they are willing to respect and comply with the statute, by-laws and other regulations of “Human and Hope Association”.

ARTICLE 12: TYPES OF MEMBERS

There are three types of members of Human and Hope Association

Founders – Those who established Human and Hope Association

Staff members – The paid employees of the organisation

Board members – Those who reside on the HHA board

ARTICLE 13: MEMBER REQUIREMENTS

All of the members of Human and Hope Association must comply with the job descriptions statue, Constitution of HHA or other regulations of this Association. If they participate in misconduct all of these they will first meet with the committee to give instructions. But if serious cases they will be fired or lose their membership which is the right of the committee.

ARTICLE 14: MEMBER MEETINGS

All of the members have right to have the meeting as requested by director and have right to give any ideas in the meeting.

ARTICLE 15: STAFF MEMBER MEETINGS

Staff members have right to have the meeting as requested by director and have right to give any ideas or vote in the meeting.

ARTICLE 16: LOSS OF MEMBERSHIP

Members of HHA will lose their membership in the following situations:

- Death or sickness or finish the contract
- Resignation from the association in writing
- Non-compliance with statue, by-laws, and other regulations
- Commits any criminal offence committed against children in any jurisdiction anywhere in the world
- Commits any offence relating to corporate or financial dishonesty
- Is expelled as a member under these rules

All of the members who get lost their membership cannot be rehired again.

CHAPTER IV

FUNDS AND MANAGEMENT

ARTICLE 17: SOURCE OF FUNDS

Human and Hope Association sources its funds from individuals, service groups, small companies and the sale of our sewing products.

ARTICLE 18: FINANCES

All income mentioned in Article 17 must be maintained by the staff member who is responsible for accounting. This staff member is responsible for any mistakes which occur. Some cash may be kept on the premises, however the majority of funds need to be kept in the official bank account. To withdraw funds from the bank, at least two signatories must sign. The accountant has to report to the board members and executive committee once a month about the financial position of Human and Hope Association.

CHAPTER V

STRUCTURE AND MANAGEMENT

ARTICLE 19: CHART

HHA has its chart as follows:

- Conference
- Board members
- Executive Committee members

ARTICLE 20: CONFERENCE

Conference (annual general meeting) is the top leading instruction of the association.

ARTICLE 21: POWERS OF THE HHA BOARD

The HHA board is responsible for governing the organization and offering advice to the staff of HHA. The board has no ownership of the HHA bank account, however they can ask for a financial report at any time. The Director of HHA must report to the board in line with the organizational structure. The staff of HHA can update projects as seen necessary, without the approval of the HHA board, however the staff must always update the board on any changes in the organization either through email, phone call or a meeting. When initiating new projects which will cost over \$2,000USD, the board must approve through a majority vote. However, this amount can change over time at the boards discretion.

ARTICLE 22: MEMBERSHIP OF THE BOARD

22.1. Categories of Members

The members of the board shall consist of;

- President**
 - Treasurer**
 - Secretary**
 - Advisor**
 - Advisor**
- (f) New or other categories of Members may be established by a 2/3 majority vote of the Committee.
- (g) Positions can be removed from the board (apart from President, Treasurer and Secretary) if these roles are unable to be filled by suitable applicants, or their positions are deemed unnecessary.

22.2 Subscriptions

- (a) The subscription fee for all types of membership (if any) shall be a fee decided by a 2/3 majority vote of the Members at a general meeting, not exceeding \$20.00 USD per year.
- (b) The subscription fees are due January 1 of each calendar year.
- (c) Membership is at the total discretion of the board, regardless of whether the potential member has the ability to pay the subscription fee.

22.3 Resignations

A member may resign from the board of the association by giving notice in writing to the President, Secretary, Treasurer or Advisor of the association at least 28 days prior to their end date. If a member resigns they are unable to rejoin the board.

22.4 Expulsion of a Member

- (a) Subject to giving a Member the opportunity to be heard or make a written submission, the board may expel a member upon a charge of misconduct detrimental to the interests of the association, and particularly;
 - a. Any criminal offence committed against children in any jurisdiction anywhere in the world
 - b. Any offence relating to corporate or financial dishonesty
 - c. Committing any crime under Cambodian law, or any international human rights violation
 - d. Misrepresenting HHA in the community
 - e. Failure to attend scheduled board meetings four times in a calendar year
 - f. Acting in a way which contrasts the values of HHA as listed in section seven (7)
- (b) In the case of (a), (b) or (c), the Member shall be expelled immediately.
- (c) Particulars of the charge shall be communicated to the member at least 21 days before the meeting of the committee at which the matter will be determined;
- (d) The determination of the board shall be communicated to the Member and in the event of an adverse determination; the member shall cease to be a member 7 days after the board has communicated its determination to the member.
- (e) The decision of the board is final and cannot be appealed

22.5 Register of Members

A register of members shall be kept and contain;

- (a) Names, addresses and contact numbers of members
- (b) The date on which the member was admitted to the board

- (c) The date the member left the board

22.6 Position Descriptions of Members

The responsibilities of members of the board are shown below. If a vote is cast where an additional member of the board is recruited, a position description must be written in the same format as below and put to a vote.

All board members must be at least 20 years old. The President must be at least 25 years old.

Board members cannot stay in their positions more than two years. They can stay on the board for a maximum of five years.

President

Overview

The president of the Human and Hope Association board is the main public face of Human and Hope Association. They are also the leader of the board.

Roles/Responsibilities

- Write agendas for meetings
- Act as a mentor to the Director of HHA
- Lead quarterly meetings, including the annual AGM (in person or by teleconference)
- Serve as the professional representative for the board
- Ensure accountability within the organization and stay on top of correspondence
- According to the Constitution of the organization, where votes are evenly divided, the President has the casting vote.

Treasurer

Overview

The treasurer is responsible for auditing the financial aspects of the organization.

Roles/Responsibilities

- Auditing HHA's accounts at least once every six months
- Being the "first port of call" for any financial questions from the staff of HHA

Secretary

Overview

The secretary is primarily responsible for record-keeping that is of a non-financial nature, and is also responsible for keeping record of correspondence.

Roles/Responsibilities

- Take minutes at meetings and distribute to board members, HHA staff and HHA Australia board members
- Maintain all records such as members, licenses, etc., and make sure the President has copies
- Maintain a calendar of important dates

Advisor (2)

Overview

The advisor is responsible for helping ensure the efficient functioning of the board and acting as a mentor to staff of HHA.

Roles/Responsibilities

- Helping to research matters
- Overseeing forms and procedures to see if they can be improved
- Can act as a mediator between board members
- Acting in the best interest of the board and association and making suggestions for improvement where necessary
- Act as a mentor to allocated staff member/s of HHA depending on skills and knowledge

ARTICLE 23: THE BOARD

23.1 Powers and Duties

- (a) The board does not have control of the funds of HHA, however they can request an audit at any time
- (b) The board shall have the authority to interpret the meaning of these rules and any other matter relating to the affairs of the association on which these rules are silent, however they must include HHA management in these decisions.
- (c) The board shall choose the first Director of HHA staff together with the Operations Manager of HHA, who has a vote. A majority 2/3 vote will determine the Director. The Director of HHA will hold their position for a maximum of thirty months. Before the 30 months is complete, the board will vote whether, by mutual agreement, the Director can continue in his/her position for an additional two years. The Director can not be in their position for more than 54 months (four and a half years). Any consecutive Directors of HHA will be chosen by a 2/3 majority board vote. Internal staff must be promoted to Director as a first option. However, if no internal staff suit the job description, an external candidate may be hired who must be interviewed by no fewer than one HHA manager and one board member. HHA board members are allowed to suggest someone they know to apply to be Director, however that board member waives their right to vote and interview the candidate.
- (d) The board shall appoint a member to conduct a six monthly performance review with the Director and determine a fair salary increase, dependent on funds available

- (e) The board shall ensure that the Director is fulfilling his/her responsibilities, and seek confidential feedback from staff of HHA
- (f) The board must ensure they always act in the best interest of HHA and their beneficiaries
- (g) The board must ensure they act as mentors and advisors to the staff, and ensure the staff remain empowered to fulfill their positions

23.2 Appointment

- (a) The board shall comprise of, at minimum, a president (chairperson), treasurer and secretary.
- (b) A board member shall be a natural person.
- (c) The first board of the association shall be appointed from the management of the HHA. The first board shall hold office until the second annual general meeting. After this time, the board members shall be selected by ballot. At each Annual General Meeting, the positions will be vacated, and board members will need to stand for re-election by ballot.
- (d) A member who has been a board member in the 12 months preceding the annual general meeting shall be eligible to stand for re-election without nomination. No other person shall be eligible to stand for election unless a member of the association has nominated that person at least 28 days before the meeting by delivering the nomination of that person to the secretary of the association. The nomination shall be signed by the proposer and by the nominee.
- (e) Notice of all persons seeking election to the board shall be given to all members of the association with the notice calling the meeting at which the election is to take place.
- (f) The board may appoint a person to fill a casual vacancy, and such a committee member shall hold office until the next annual general meeting of the association and shall be eligible for election to the board without nomination.
- (g) Any external people recruited to fill a casual vacancy must be familiar with HHA and their character must be able to be vouched for by a board member.

23.3 Proceedings of Board

- (a) The board shall meet together, either in person or by web link such as Skype or conference call, at least quarterly. The suggested months are March, June, September and December (for the annual general meeting).
- (b) Questions arising at any meeting should be decided by a majority of votes. In the event of equality of votes, the President (Chairperson) has the deciding vote.
- (c) A quorum for a meeting of the board shall be at least half of the members of the board.
- (d) A member of the board having a direct or indirect pecuniary interest in a contract or proposed contract with the association must disclose the nature and extent of that interest to the board and shall not vote with respect to that contract or proposed contract. The member of the board must disclose the nature and extent of his or her interest in the contract at the next annual general meeting of the association.

- (e) Anyone from HHA management may attend a board meeting, however if the board has a confidential matter to discuss, then can ask the HHA management representative to wait outside

23.4 Disqualification of board members

The office of a board member shall become vacant if a board member;

- Is permanently incapacitated by ill health
- Dies
- Commits any criminal offence committed against children in any jurisdiction anywhere in the world
- Commits any offence relating to corporate or financial dishonesty
- Is found to be misrepresenting HHA in the community
- Fails to attend scheduled board meetings four times in a calendar year
- Acts in a way which contrasts the values of HHA as listed in section seven (7)
- Is expelled as a member under these rules

ARTICLE 24: EXECUTIVE COMMITTEE

24.1 Executive committee responsibilities

- HHA is led by an executive committee which must consist of at least three people
- The executive committee is an executive institution of the Association
- The Executive committee is directly leading all the affairs of the association which is in agreement of the conference and the board.
- The executive committee has the right to prepare and call for the meeting.
- The executive committee have to be responsible for their actions to the boards
- The executive committee must prepare short term and long-term plans and report to the boards.
- The executive committee is led by the director of the association and other members
- The executive committee can stay their position for two years and can continue their position according for 50+1 voting of the boards in the meeting.

24.2 Executive committee members

The Executive Committee in the association has the following composition:

Director – The Director is responsible for effectively run the day-to-day operations at Human and Hope Association, and ensuring its sustainable future.

Duties include, but are not limited to:

- Educating staff members in any skills deemed necessary
- Building and fostering good relationships with the local public schools and surrounding community
- Ensuring the Child Protection Policy is followed, and promoting these rules to staff and students
- Applying for grants for long-term sustainability of the organisation
- Identifying staffing needs, composing job descriptions and conducting job interviews
- Maintaining a visual presence at Human and Hope Association
- Ensuring the internal policies are adhered to by all staff members
- Composing marketing material to raise awareness about HHA
- Acting as a responsible role model and mentor to all staff
- Overseeing the effective running of projects
- Ensure all human resource documents are kept up to date and introduce new procedures as deemed necessary

Treasurer/Operations Manager – The Treasurer/Operations Manager is responsible for financial administration, training and supporting the staff at Human and Hope Association, whilst initiating new projects and ensuring the organisations sustainable future.

Duties include, but are not limited to:

- Managing the Human and Hope Association budget
- Preparing an annual report at the end of December each year
- Composing any documents as seen necessary
- Making fair decisions regarding staff bonuses and salary increases
- Ensuring all documents are kept up to date with the correct logo
- Ensuring all bills are paid in a timely manner
- Distributing monthly salaries to staff
- Actively research methods to develop the community and work closely with the Community Manager to implement
- Coordinating any external training opportunities for staff
- Sourcing monthly donors for various projects and ongoing running costs
- Sourcing supporters to hold fundraisers for the organisation
- Regularly updating the Australian Board on what funds are needed and where money is being spent
- Establishing a business for Human and Hope Association which also provides an income to former sewing students
- Actively research methods of sustainability and implement with the appropriate project Manager

Administrator/Program Manager – The Administrator/Program Manager is responsible for all non financial administration and managing the allocated program at Human and Hope Association.

Duties include, but are not limited to:

- Taking minutes in meetings
- Educating appropriate staff members in administration and computer skills where necessary
- Initiating a organised system for keeping documents and resources related to all projects

- Participating in weekly team meetings and workshops
- Keeping all paperwork related to position up to date
- Assisting with researching new community development programs and prepare budgets and marketing tools to source funds
- Submitting report updates to the Ministry

CHAPTER VI

MEETINGS AND CONFERENCES

ARTICLE 25: EXECUTIVE COMMITTEE MEETING

The Executive Committee must have a meeting at least once a month as requested by the director of the association. The Executive Committee members can call for the meeting as requested by the director or 1/3 agreement of the members in the special cases.

ARTICLE 26: APPROVAL OF DECISIONS

All decision of the Committee meeting has to approve by 50% +1 of the members in the meeting at least 2/3 of the Committee members.

ARTICLE 27: MEETINGS AND CONFERENCES

Conference is top leading of association and consists of two meetings: annual general meeting and special meeting.

ARTICLE 28: ANNUAL GENERAL MEETING

- (a) The board shall call an annual general meeting each year.
- (b) Annual general meetings must be held in December each year, unless it is deemed necessary to hold it earlier in the year
- (c) The order of business of the meeting shall be;
 - I. Confirmation of minutes of the previous meeting and any special meeting since that day
 - II. The consideration of accounts and reports of the committee and auditor's report (if such a report is required).
 - III. The election of board members
 - IV. The appointment of auditors (if required)
 - V. An update from HHA management on what has been achieved during the year and a summary of the annual report
 - VI. Any other business requiring consideration in the annual general meeting.

ARTICLE 29: SPECIAL GENERAL MEETING

- (a) The board (with a majority of board members in agreeance) may call a special general meeting at any time.
- (b) Upon a requisition in writing of not less than 51%, (in some cases a lesser or greater per cent may be appropriate or it may be on requisition of a specific number of members) of the total number of members of the association, the board shall, within one month of the receipt of the requisition, convene a special general meeting for the purpose specified in the requisition.

ARTICLE 30: NOTICE OF GENERAL MEETING

- (a) At least 14 days notice of any general meeting shall be given to members. The notice should set out when and where the meeting will be held.
- (b) Notice of a meeting where a special resolution is to be proposed shall be given at least 21 days prior to the date of the meeting.
- (c) A notice may be given to any member by serving the member with the notice personally, or by sending it by post or electronic mail to the contact details appearing in the Register of Members.

ARTICLE 31: PROCEEDINGS AT GENERAL MEETING

- (a) Four members present, personally or present by proxy, shall constitute a quorum for the transaction of business at the general meeting.
- (b) The President shall preside as Chairperson at the general meeting.
- (c) If the Chairperson is not present within five minutes after the time appointed for commencing the meeting, or he or she is present but retires from the chair, the members may choose a board member to be the chairperson of that meeting.

ARTICLE 32: VOTING AT GENERAL MEETINGS

- (a) Subject to these rules, a member who has voting rights has only one vote at a meeting of the association.
- (b) Subject to these rules, a question for decision at a general meeting, other than a special resolution, must be determined by a majority of members who vote in person or, where proxies are allowed, by proxy, at that meeting.
- (c) A question for decision at a general meeting will be determined by a confidential ballot which will be counted in front of the board

ARTICLE 33: PROXIES

A member shall be entitled to vote by email if they are unable to attend. They must send their vote to the President and Secretary at least seven days prior to the meeting. They are not allowed to send someone to vote in their place.

ARTICLE 34: ORDINARY RESOLUTION

An ordinary resolution is a resolution passed by a simple majority at a general meeting

ARTICLE 35: POLL AT MEETINGS

- (a) If a poll is demanded by at least four members, it must be conducted in a manner specified by the person presiding and the result of the poll is the resolution of the meeting on that question
- (b) A poll demanded for the election of a person presiding or on a question of adjournment must be taken immediately, but any other poll may be conducted at any time before the close of the meeting.

ARTICLE 36: MINUTES

- (a) Proper minutes of all proceedings of general meetings of the association and of meetings of the board, shall be entered within two weeks after the relevant meeting in minute books kept for the purpose.
- (b) The minutes kept pursuant to this rule must be confirmed by the members of the association or the members of the board (as relevant) at a subsequent meeting.
- (c) The minutes kept pursuant to this rule shall be signed by the chairperson of the meeting at which the proceedings took place or by the chairperson of the next succeeding meeting at which the minutes are confirmed.
- (d) Where minutes are entered and signed they shall, until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.
- (e) A copy of the minutes must be kept by all members either electronically or in paper form.

ARTICLE 37: DISPUTE RESOLUTION

All disputes are to be resolved within the normal court processes or alternative dispute resolution methods, as no mechanism is provided for in this Constitution.

If there is a dispute where the jurisdiction is unclear, the committee must seek the advice of the HHA Australia board.

ARTICLE 38: FINANCIAL REPORTING

The first financial year of HHA shall be the 12 month period from 1 January and ending on 31 December each year. The association shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the association.

ARTICLE 39: PROHIBITION AGAINST SECURING PROFITS FOR MEMBERS

The income and capital of the association shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to members or their associates except as bona fide remuneration of a member for services rendered or expenses incurred on behalf of the association.

CHAPTER VII

WIND UP, APPLICATION OF SURPLUS ASSETS, RULES/CONSTITUTION

ARTICLE 40: WINDING UP

The association may be wound up if there are no funds to continue running the association, or if all its goals are achieved. In the event of the dissolution of HHA, funds on deposit will be used to satisfy all outstanding obligations of the organisation, specifically including distribution of funds to any beneficiary of a scholarship sufficient to pay tuition and other expenses promised to the beneficiary. Any severance pay must also be distributed, in accordance with the HHA Conditions of Employment document.

ARTICLE 41: APPLICATION OF SURPLUS ASSETS

If after winding up the association there remains 'surplus assets' the assets shall be distributed to an organisation with similar objects and has rules which prohibit the distribution of its assets and income to its members. Such an organisation shall be determined by the board and committee at a board meeting no later than 14 days after the organisation has decided to wind up. The committee can receive suggestions from HHA staff on this issue for consideration. Any funds unspent that were transferred from the HHA Australia board must be sent back to them and the committee must ensure those funds are distributed in the method outlined in the HHA Australia constitution.

ARTICLE 42: RULES/CONSTITUTION

These rules may be altered by resolution of the board. Board members shall vote on the resolution and a two-thirds majority must be achieved in order to alter the Constitution. This includes rescision or replacement by substitute rules. The board must involve HHA management in this decision process.

The registered rules shall bind the association and every member to the same extent as if they have respectively signed and sealed them, and agreed to be bound by all of the provisions thereof.

CHAPTER VIII

CONCLUSION

ARTICLE 43: VALIDITY

This constitution of Human and Hope Association is valid on the date of signature by the board members of HHA and Director of HHA.

ARTICLE 44: REGULATIONS

All the regulations of this organization which are contrary with this constitution shall be deemed null and void.



Human & Hope Association

Empowering Cambodians to create a sustainable future for themselves

AMENDMENT OF CONSTITUTION

This constitution was amended on 3rd April 2014. It was approved and endorsed by the following Human and Hope Association board members:

No.	Name/Position on board	Signature
1.	Chun Sreylin President	
2.	Oun Saveak Treasurer	
3.	Sik Sejong Secretary	
4.	Vith Bora Advisor	
5.	Sok Kimson Advisor	

I, Sen Thol, Director, approve and endorse the revised constitution in agreement with the Human and Hope Association board members above.

Signed: