



United Nations
Educational, Scientific and
Cultural Organization



Intangible
Cultural
Heritage

Rec: CIT / CIH / ITH
Le - 4 JUL. 2011
N° 5302

**REQUEST BY A NON-GOVERNMENTAL ORGANIZATION TO BE
ACCREDITED TO PROVIDE ADVISORY SERVICES TO THE COMMITTEE**

DEADLINE 30 JUNE 2011

Instructions for completing the request form are available at:

<http://www.unesco.org/culture/ich/en/forms>

1. Name of the organization

1.A. Official name

Please provide the full official name of the organization, in its original language, as it appears in the supporting documentation establishing its legal personality (section 8.b below).

CULTURAL INITIATIVES FOR BIODIVERSITY CONSERVATION

1.B. Name in English and/or French

Please provide the name of the organization in English and/or French.

CULTURAL INITIATIVES FOR BIODIVERSITY CONSERVATION

2. Address of the organization

Please provide the complete postal address of the organization, as well as additional contact information such as its telephone or fax numbers, e-mail address, website, etc. This should be the postal address where the organization carries out its business, regardless of where it may be legally domiciled (see section 8).

Organization: CULTURAL INITIATIVES FOR BIODIVERSITY CONSERVATION

Address: P.O. BOX 69821-00400 NAIROBI-KENYA, or P.O. Box 130-00209
LOITOKTOK-KENYA

Telephone number: +254-20-2035804.

Fax number: N/A

Email address: cibckkenya@gmail.com

Other relevant information: Cell, +254-722-342328,
+254-729-353176.

3. Country or countries in which the organization is active

Please identify the country or countries in which the organization actively operates. If it operates entirely within one country, please indicate which country. If its activities are international, please indicate whether it operates globally or in one or more regions, and please list the primary countries in which it carries out activities.

national

international (please specify:)

worldwide

Africa

Arab States

Asia & the Pacific

Europe & North America

Latin America & the Caribbean

Please list the primary country(ies) where it is active:

KENYA

4. Date of its founding or approximate duration of its existence

Please state when the organization came into existence.

20TH AUGUST, 1997

5. Objectives of the organization

Please describe the objectives for which the organization was established, which should be 'in conformity with the spirit of the Convention' (Criterion C). If the organization's primary objectives are other than safeguarding intangible cultural heritage, please explain how its safeguarding objectives relate to those larger objectives.

Not to exceed 350 words; do not attach additional information

Cultural Initiatives for Biodiversity Conservation (CIBC) aim at linking culture and biodiversity conservation for sustainable development. This is carried out by identifying, safeguarding and promoting viable indigenous cultural elements that impact on the biodiversity for appropriate adaption and incorporation in mainstream development initiatives for the benefit of the local, national and the global society.

CIBC seeks to embrace those intrinsic values as a means to safeguard the intangible cultural heritage of the African society that are instrumental and the backbone to the peoples' ways of life worldwide.

Social inquiry on the various aspects of the African culture, will extract relevant elements that may be useful in guiding Africa and the world. Then these values would be packaged by way of inventory, film, oral traditions, songs, video and other methods, including live presentations with the view of disseminating them at the local, national and international fora for the enrichment of humanity.

The documentation of important cultural elements will facilitate development of inventories and cultural spaces that are focal points for learning and transmission of culture from generation to generation enshrined in the practices, expressions and traditions that guaranteed the sustenance of peace and dialogue among communities.

The efforts of CIBC are purposed to tap into the rich African cultural systems with the view of safeguarding the inherent elements that would contribute to the construction of peace and creation of solidarity and cohesiveness amongst communities while promoting compatible human rights principles and pillars of social development.

CIBC goal is to facilitate the preservation of viable cultural tenets that are essential for sustainable human development while promoting human creativity, cultural diversity and biodiversity conservation that will benefit Africa and the global community. Safeguarding of intangible cultural heritage and the values anchored in them will be integrated and simulated into the global community.

CIBC is founded on the principle of 'Africulture for biodiversity'. As a home-grown initiative from a culture based philosophy and contribute towards the safeguarding of the intangible cultural heritage of humanity from the African culture-rich societies for the benefit of the local, the national and the international society.

6. The organization's activities in the field of safeguarding intangible cultural heritage

Sections 6.a to 6.c are the primary place to establish that the NGO satisfies the criterion of having 'proven competence, expertise and experience in safeguarding (as defined in Article 2.3 of the Convention) intangible cultural heritage belonging, inter alia, to one or more specific domains' (Criterion A).

6.a. Domain(s) in which the organization is active

Please tick one or more boxes to indicate the primary domains in which the organization is most active. If its activities involve domains other than those listed, please tick 'other domains' and indicate which domains are concerned.

- oral traditions and expressions
- performing arts
- social practices, rituals and festive events
- knowledge and practices concerning nature and the universe
- traditional craftsmanship
- other domains - please specify:
Governance system, Food ways and Biodiversity protocols

6.b. Primary safeguarding activities in which the organization is involved

Please tick one or more boxes to indicate the organization's primary safeguarding activities. If its activities involve safeguarding measures not listed here, please tick 'other safeguarding measures' and specify which ones are concerned.

- identification, documentation, research (including inventory-making)
- preservation, protection
- promotion, enhancement
- transmission, formal or non-formal education
- revitalization
- other safeguarding measures – please specify:
Integration, incorporation and exposition

6.c. Description of the organization's activities

Organizations requesting accreditation should briefly describe their recent activities and their relevant experience in safeguarding intangible cultural heritage. Please provide information on the personnel and membership of the organization, describe their competence and expertise in the domain of intangible cultural heritage and explain how they acquired such competence. Documentation of such activities and competences may be submitted, if necessary, under section 8.c below.

Not to exceed 750 words; do not attach additional information

#1 The CIBC fraternity has the appropriate orientation and has consistently been involved in the traditional ceremonies of the Maasai peoples in partnership with designated local NGOs in Tanzania, to ensure that ceremonial sites used for the Ilkisonko Maasal Rites, which traverse the national borders of Kenya and Tanzania, are preserved for advancement of important cultural ceremonies of the Maasai. These spaces have been used for over 100 years for these ceremonies but are currently endangered.

#2 The CIBC has for a long time been involved in the advocacy of the Maasai Moran's rights to preserve their traditional 'morani plaited hairdo'. Today, this particular Maasai Moran's Cultural Practice has not only been maintained but it is widely respected and promoted as a unique cultural attribute at the local, national and international levels.

#3 The CIBC in partnership with the local community advocated against the forceful subdivision of the group ranches within the Mara Reserves and Amboseli geographical area by private developers. The Maasai group ranches were necessary to maintain the traditional pastoralism which in essence is the very survival of the Maasai Pastoralists. This initiative succeeded to the extent that the Maasai Cultural pastoralism has since been adopted and dubbed as the 'grazing bank model'. Indeed, Groups of landowners from the Malpai Borderland, USA, have frequently visited the project to learn from this 'grazing bank model' of culturally sustainable best practice in pastoralism.

#4 The CIBC has worked with communities and social groups to ensure that the Maasai traditional cultural rites such as Enkipata, Eunoto and Olgesherr are carried out by the Maasai Community without interference and infiltration from any influential forces. The ceremonies, however, are currently in dire need of revitalization to be able to realise the full potential of their viability.

#5 The CIBC has worked with Ms. Nancy Kireu on preparation of the documentary on 'Milking the Rhino' for the promotion of community culture and their commitment to enhance conservation in the Laikipia 'ilngwesi. The documentary promotes culture and conservation as well as community involvement in the use of cultural systems to improve conservation of wildlife.

#6 The CIBC is involved in promotion of enterprise and culture through establishment of Maasai Manyatta (Maasai Homesteads) to benefit from tourism while institutionalizing them to preserve viable cultural elements of the community and share with the global society.

#7 The CIBC was also involved in the study on 'ethno-veterinary medicine' of the Maasai community as part of consultancy for Nairobi University.

The personnel and executive members of CIBC include:

1. Mr. Paul Ntiati - MA Rural Social Development – Founder CIBC. Has been community educator on community organization
2. Dr. Hamisi Seif Mutinda (Ph.D) An educator and ecologist / geo-politics on regional landscape
3. Joseph Solonka is a champion in the preservation of the intangible cultural heritage and its element of the Maasai cultural traditions.....
4. Keriako Tobiko is one of the founders of CIBC. He is an advocate and currently the Director of Public Prosecution, a champion on the group ranches management practices, preservation of the pastoralism lifestyles and its subdivision system and effect on the lifestyle of the pastoralism.

5. Nancy Kireu, an advocate of women empowerment and integration in the decision process and valuing their role in revitalizing the traditional cultures of the African society
6. Solomon Kotoke is an elder and traditional leader with the authority on information and knowledge and preservation of Maasai Cultural element of Enkipaata, Eunoto and Olingesherr

7. Its experiences cooperating with communities, groups and intangible cultural heritage practitioners

The Committee will evaluate whether NGOs requesting accreditation 'cooperate in a spirit of mutual respect with communities, groups and, where appropriate, individuals that create, maintain and transmit intangible cultural heritage' (Criterion D). Please briefly describe such experiences here.

Not to exceed 350 words; do not attach additional information

From efforts of CIBC, the moran network has been established to sustain the respect of the cultural elements essential for community organization and development and preserving those cultural elements for posterity. Over more 3,000 morans from 5 different manyattas were involved. The moran through the facilitation of CIBC and other partners formed a registered organization known as 'Moran Conservation and Development Network. All the Moran leaders 'ilaguanak' were in the advisory committee to ensure that the elements that are essential to the safeguard of moranism are sustained. An educational tour for 12 moran leaders to Tanzania was facilitated by CIBC and other partners as a cultural exchange initiative between the Maasai Moran leaders (kenya) and those of Tanzania.

CIBC has also works with partners in Tanzania to ensure that the physical site for the Maasai rites and devine places are safeguarded to be used by future generations. Some of these sites are used for performing the Maasai transitoral rites of 'Enkipaata', 'Eunoto' and 'Olingesherr'. These sites are under threat of being grabbed by politically influential persons. The network with partners in Tanzania has continued to advocate against these attempts thus slowing the impending danger. It is upon this premise that CIBC seeks support from UNESCO and other partners to preserve these elements. CIBC facilitated the Moran Network Leaders and ilaguanak from Kenya by processing permit, tranvelling documents and transport and linking with the spiritual leaders in Tanzania that the rites are performed in accordance to the traditional passage without interference.

8. Documentation of the operational capacities of the organization

The Operational Directives (paragraph 97) require that an organization requesting accreditation shall submit documentation proving that it possesses the operational capacities listed under Criterion E. Such supporting documents may take various forms, in light of the diverse legal regimes in effect in different States. Submitted documents should be translated whenever possible into English or French if the originals are in another language. Please label supporting documents clearly with the section (8.a, 8.b or 8.c) to which they refer.

8.a. Membership and personnel

Proof of the participation of the membership of the organization, as requested under Criterion E (i), may take diverse forms such as a list of directors, list of personnel and statistical information on the quantity and categories of members; a complete membership roster usually need not be submitted.

Please attach supporting documents, labelled 'Section 8.a'.

8.b. Recognized legal personality

If the organization has a charter, articles of incorporation, by-laws or similar establishing document, a copy should be attached. If, under the applicable domestic law, the organization has a legal personality recognized through some means other than an establishing document (for instance, through a published notice in an official gazette or journal), please provide documentation showing how that legal personality was established.

Please attach supporting documents, labelled 'Section 8.b'.

8.c. Duration of existence and activities

If it is not already indicated clearly from the documentation provided for section 8.b, please submit documentation proving that the organization has existed for at least four years at the time it requests accreditation. Please provide documentation showing that it has carried out appropriate safeguarding activities during that time, including those described above in section 6.c. Supplementary materials such as books, CDs or DVDs, or similar publications cannot be taken into consideration and should not be submitted.

Please attach supporting documents, labelled 'Section 8.c'.

9. Contact person for correspondence

Provide the complete name, address and other contact information of the person responsible for correspondence concerning this request. If an e-mail address cannot be provided, the information should include a fax number.

Title (Ms/Mr, etc.):	Mr.
Family name:	Ole Ntiati
Given name:	Paul
Institution/position:	CIBC/CEO
Address:	P.O. BOX 69821-00400 NAIROBI-KENYA, or P.O. Box 130-00209 LOITOKTOK-KENYA
Telephone number:	254-20-2035804.
Fax number:	N/A
E-mail address:	cibckkenya@gmail.com
Other relevant information:	Cell, +254-722-342328, +254-729-353176.

10. Signature

The application must include the name and signature of the person empowered to sign it on behalf of the organization requesting accreditation. Requests without a signature cannot be considered.

Name: Paul Ole Ntiati

Title: CEO

Date: 22./06/2011

Signature: PN

10. Signature

The application must include the name and signature of the person empowered to sign it on behalf of the organization requesting accreditation. Requests without a signature cannot be considered.

Name: Paul Ole Ntiati

Title: CEO

Date: 22./06/2011

Signature: 

FORM 5



REPUBLIC OF KENYA

OP. 218/051/9799/906

OFFICE OF THE PRESIDENT



CERTIFICATE OF REGISTRATION

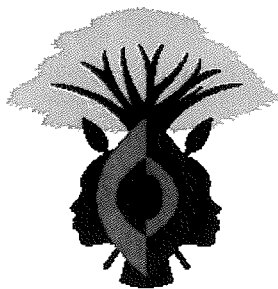
I, JOHN KHABEKO ETEMESI, Chairman of the Non-Governmental Organizations Board certify that the xxx CULTURAL INITIATIVE FOR BIODIVERSITY CONSERVATION (CIBC) xxx

has this day been registered under section 10 of the Non-Governmental Organizations Co-ordination Act as applied for.

Dated 9TH DECEMBER, 1997.

J.K. ETEMESI.

Chairman of the Board



Cultural Initiative for Biodiversity Conservation

Uniafric House, Koinange Lane

P. O. Box 69821-00400

Nairobi.

Contact email: cibckkenya@gmail.com or pntiati@yahoo.com

THE NON-GOVERNMENTAL ORGANIZATION CO-ORDINATION ACT

ACT NO. 19 OF 1990 of the Republic of Kenya.

The Constitution and Rules of 'Cultural Initiative for Biodiversity Conservation' (CIBC)

1. The name of the organization is **CULTURAL INITIATIVE FOR BIODIVERSITY CONSERVATION** ("CIBC").
2. The registered office of the CBIC will be situated in the republic of Kenya. The headquarters of CIBC shall be located at the registered office.
3. The objects for which the CIBC is established are :-
 - a) To advocate for the preservation of intangible cultural heritage among the indigenous communities for future prosperity
 - b) To undertake studies, carry on research, collect information data and statistics and write project proposals on linkages between cultural diversity and biodiversity conservation and other cultural and development issues.
 - c) To develop guidelines that may be used to monitor intangible cultural heritage among the indigenous societies of Kenya and East Africa at large and biodiversity conservation in the arid and semi-arid pastoral regions of Kenya.
 - d) To promote agricultural productions systems such as pastoralism whose development depends on the indigenous knowledge of local communities and which appears to be compatible with biodiversity conservation in fragile ecosystems.
 - e) To convene, organize and conduct workshops, demonstrations, seminars, conferences, symposia courses, study groups and other educational and information dissemination programmes at community, district,

national and other levels to educate the communities on the importance of preserving intangible cultural heritage, good governance, biodiversity conservation and socio-economic issues, to the community and national economy.

- f) To educate pastoral communities to preserve their intangible cultural heritage, sound governance and environmental management of the fragile arid and semi-arid land of Kenya proper pasture utilization techniques in order to minimize environmental degradation caused by overstocking, unplanned settlements, random cultivation, population influx and other causes.
- g) To identify and reviews the effect of wrong or inappropriate policies that contribute to under –development pastoral arid and semi-arid regions and a decrease in biodiversity richness and to formulate appropriate policy initiatives in consultation with relevant government department, private and non-governmental.
- h) To liaise work and cooperate with and foster exchange of information between the CIBC and other organizations engaged in socio-economic development and biodiversity conservation related development activities in pastoral arid and semi arid ecosystems
- i) To sensitize pastoral communities on the implications and ramifications of the land reform processes and activities taking place in pastoral areas especially the issues of sub-division that have a negative impact on biodiversity richness in arid and semi-arid ecosystems.
- j) To evaluate the prospects, value, condition and circumstances of setting up demonstration projects on land use and mechanisms to provide and administer credit funds through this projects in order to minimize human-human conflicts, human- wildlife conflict and livestock-wildlife conflict.
- k) To take such steps by personal or written appeals, public meetings or otherwise as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the CIBC in the form of endowments, donations, grants, gifts, bequests, annual subscriptions, or otherwise and to promote, assist in the promotion of or otherwise participate in such things as have for their object the raising of money for the purpose of the CIBC, and to charge fees for the use of publication or sale of materials developed by the CIBC, of for services performed or rendered by the CIBC.

4. POWER OF CIBC

- a) To affiliate combine or cooperate with other organization, public or private, national or international having objects, similar wholly or partially to the objects of the CIBC upon such terms and conditions as may seem desirable to the CIBC.
- b) To purchase, take on lease, or by any other means acquire any movable or immovable property in the republic of Kenya and elsewhere for any estate or interest whatever, and any rights and conditions over or in respect of any property and any building or things whatsoever.
- c) To enter into any arrangements with the government or authorities, supreme, municipal local or otherwise, that may seem conducive to the CIBC objects or any of them, and to obtain from any such government or authority any rights, privileges and concessions which of the CIBC may think it

desirable to obtain, and to carry out, exercise and comply with such arrangements, rights, privileges and concessions.

- d) To take any gift of any movable or immovable property, whether subject to any special trust or not, for any one or more of the objects of the CIBC.
- e) To apply to national or international organizations, government or authorities, public bodies, corporations, companies or persons for and to accept grants of money assistance with a view to promoting the objects of CIBC ; in taking any gift or property to take the same objects to any special trust which may be prescribed by the donor thereof;
- f) To promote or assist in the promotion of any company or association having objects similar to the objects of CIBC and also any company or association the objects of which are calculated either directly or indirectly to benefit the CIBC in the attainment of any of its objects;
- g) To grant pensions, allowances, gratuities and bonuses to provide a super annuation or any other fund of funds for the servants of the CIBC or otherwise assist any such servants their widows, dependants and children.
- h) To invest the money of CIBC not immediately required in any one or more of the modes of investment for the time being authorized by law for the investment of trust moneys, and such manner as may from time to time be determined.
- i) To borrow or raise money that may be required by the CIBC upon such security as may be deemed advisable.
- j) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange of landing warrants, debentures and other negotiable or transferable instruments;
- k) To obtain any order or Act of parliament for enabling the CIBC to carry any of its objects into effect , or for effecting any modification of the CIBC's constitution, or for any other purpose which may seem expedient, and to oppose any proceedings or applications which may seem calculated, directly or indirectly , to prejudice the CIBC's interests;
- l) To sell, improve, manage, develop, exchange, lease, mortgages, let or hire dispose of turn to account or otherwise deal with all or any part of the property and rights of the CIBC.
- m) To establish and grant prizes, medal and awards of all kinds;
- n) To act as trustees under any trust incidental to the objects of the CIBC and to receive, hold, administer and expand funds and property whether or not subject to such trust;
- o) To create such trusts, foundations and subsidiaries as the CIBC shall deem necessary for its purposes and object and appoint the director(s) thereof;

5. MEMBERSHIP

- i. Membership of the CIBC shall comprise of ordinary members, corporate members and co-opted members.

- ii. Any person who is interested in the conservation of biodiversity in arid and semi-arid land in Kenya may become ordinary member of the CIBC.
- iii. Corporate membership shall be open to any corporate institution, organization society, club and any other lawfully organized group or whose main aim and objective is the promotion of biodiversity conservation in arid and semi-arid land of Kenya.
- iv. Coopted membership shall be open to any person who has sufficient interest in the conservation of biodiversity and possesses or has expertise in any field or discipline which in the opinion of the board is of use in the furtherance of the aims and objectives of CIBC.
- v. The subscribers to the constitution in such other persons as the board may admit to membership shall be member of the CIBC.
- vi. The amounts of entrance fees, contributions and annual subscriptions if any, shall be determined by the board from time to time.
- vii. Every members of the CIBC shall either sign the register on becoming a member or otherwise signify his agreement to become a member.
- viii. Any member may withdraw his membership by giving one (1) month's in writing to the chairman of his intention to do so and upon the expiration of such notice he shall cease to be a member PROVIDED that such a member shall not be entitled to a refund of any entrance fees paid or contributions/ subscriptions made during his membership.
- ix. A person ceasing to be a member under the foregoing provision may in the sole discretion of the Board be re-admitted to membership.
- x. In the event the conduct of any member shall in the opinion of the Board be harmful to the image of the CIBC prejudicial to its objectives or injurious to its welfare and interest or those of its members, or objectionable in any respect such member may be invited to resign within fourteen (14) days AND such member may after he has been afforded an opportunity to justify or explain his conduct be removed from membership by resolution of the Board PROVIDED ALWAYS that a member so removed shall have a right of appeal to the Extraordinary General Meeting (EGM) of the CIBC by giving written notice to the Chairman within Ten (10) days of his receipt of notice of his removal from Membership.

Upon receipt of the written notice of intended appeal the Chairman shall within Twenty Eight (28) days convene any Extra-ordinary General Meeting (EGM) of the CIBC and if such meeting shall pass an extra-ordinary resolution rescinding the removal, then the member shall be reinstated as from the date of such resolution.

6A. **RIGHTS OF MEMBERS**

A member shall be entitled to:

- i. Attend and vote meetings of the CIBC.
- ii. Have his name included in the list/ register of members.
- iii. Receive all publication of the CIBC at concessionary rates.
- iv. To inspect and obtain copies of all documents of the CIBC upon written request to the Chairman.
- v. Participate in all general activities of the CIBC.
- vi. To be eligible to vote or hold office in the CIBC when elected.

6B. The rights of a member as such shall be personal and shall not be transferable and shall cease upon his resignation, removal, death, bankruptcy or in the case of a Corporate Member upon its deregistration or winding up.

7. DUTIES OF MEMBERS

All members shall:

- i. Uphold the constitution and rules of the CIBC.
- ii. Participate in all activities of the CIBC.
- iii. Pay membership fee and subscriptions as may be determined by the Board.
- iv. Refrain from influencing the CIBC or its officers in any way or manner which may or appear to be prejudicial to the status or image of the CIBC.

8. THE BOARD OF GOVERNORS

- i. There shall be a Board of Governors which shall be the advisory organ of the CIBC.
- ii. The Board shall consist of :-
 - a) The Chairman (as an ex-officio member) and who shall chair the Board meetings.
 - b) The Vice Chairman
 - c) The Executive Officer who shall be the secretary to the Board.
 - d) The Treasurer
 - e) Two other members
- iii. A member of the board shall cease to hold office if he:
 - a) Is removed by a resolution of the members of the executive committee at a general meeting, or
 - b) By notice to CIBC resigns his office, or
 - c) Becomes of unsound mind or become physically infirm to be unable to discharge his obligations,
or
 - d) Dies or is declared bankrupt, and

9. DUTIES OF THE BOARD

The board shall have the advisory functions and duty to:

- a. Formulate policies, guidelines for the carrying out of the aims and realization of the objects of the CIBC to be implemented by the committee:
- b. Appoint auditors, consultants, lawyers and such other experts, as the need may arise from time to time at such remuneration as shall be reasonable as need be with such experts on the basis of the projects or period in question;
- c. Forecast, approximate and monitor the expenditure of the programme for every year of operation with a view to ensuring that such expenditure fits within the financial abilities of the programme.
- d. Define programmes and make progress reports thereon at the end of every year of operation with view to assessing the efficiency of the strategies adopted.

10. PROCEEDINGS OF THE BOARD

- i. The Board shall meet at least quarterly for the dispatch of business adjourn and otherwise regulate its meeting as it think fit. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes the chairman shall have a second or casting vote.
- ii. The quorum necessary for the transaction of the business of the board shall be 2/3 of members of the Board personally present.
- iii. The Chairman of the Board may, at any time summon a meeting of the Board notice thereof having been served upon all members of the Board. Notice of a meeting of the Board shall be given to a member at his address in the register or at such other address whether in Kenya or not, as he may from time to time furnish to the programme for the purpose.
- iv. A meeting of the Board at which a Quorum is present shall be competent to exercise all the authorities, powers and discretions which by or under these articles be vested in the Board generally.
- v. The board may from time to time and at any time delegate any of its powers authorities and discretions to the Executive Committee or any member of the committee as it thinks fit and the committee shall in the exercise of its so delegated conform to any regulations imposed on it by the Board. The meeting and proceedings of the committee shall be governed by the provisions of these articles for regulating the meetings and proceedings of the Board so far as applicable and so far as they shall not superseded by any regulations mad by the Board.
- vi. All acts bona fide done by the Board or by any person acting as a member of the Board shall, notwithstanding it being afterwards discovered that there was some defect in the appointment or continuance in office in any such member or person acting as a foresaid or that they or any of them were disqualified, be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a member of the Board.

- vii. The Board shall cause proper minutes to be made of all the proceedings of all meetings of CIBC and of the Board and all business transacted at such meeting and the minutes of any meeting, if purporting to be signed by the chairman of the board or by the next succeeding chairman shall be sufficient evidence without any further proof of the facts therein stated.
- viii. A resolution in writing signed by all the members for the time being of the Board shall be valid and effectual as if it had been passed at a meeting of the Board duly convened and held. The resolution may consist of more than one document in the like form; each signed by one or more than one person.
- ix. The Chairman shall chair all meetings of the Board but in his absence the members present shall appoint one of them to chair the meeting.

11. THE EXECUTIVE COMMITTEE

- a) There shall be an executive committee which shall be charged with the day to day running of CIBC.
- b) The executive committee shall be answerable to the Board of Governors.
- c) The executive committee shall be composed of :-
 - i. The Chairman.
 - ii. The Vice-Chairman.
 - iii. The Secretary.
 - iv. The Treasurer.

12. POWERS OF THE EXECUTIVE COMMITTEE

- i. The business of the CIBC shall be managed by the committee, who may pay all such expenses of the preliminary and incidental to promotion formation establishment and registration of the CIBC and do on behalf of the Programme all such acts as may be exercised or done by the CIBC in general meetings subject nevertheless to any regulations of these articles and to the provision of any enactment for the time being in force and affecting CIBC.
- ii. All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments and all receipts for monies paid to the CIBC, shall be signed or drawn, accepted, endorsed or otherwise executed, by the Chairman, the secretary and the treasurer or in the absence of the Chairman any one of the two members of the executive committee.
- iii. The members for the time being of the Executive Committee may act notwithstanding any vacancy in their body provided always that in case the members of the Executive committee shall at any time be or be reduced in number to less than the minimum number prescribed by or in accordance with these articles, it shall be lawful for them to act as the Executive committee for the purpose of admitting persons membership of CIBC or of summoning a general meeting but not for any other purpose.

The Chairman shall:

- a) Be appointed by the Board of Governors.
- b) Chair the meeting of the executive committee.
- c) Be a Kenyan.
- d) Be at least a university graduate with background knowledge of biodiversity conservation or biological sciences.

13. GENERAL MEETING OF THE CIBC

- i. The CIBC shall in each year hold a general meeting as the Annual General Meeting, in addition to any other meetings in that year and shall specify the meetings as such as notice calling it. Not more than fifteen months shall elapse between the date of one Annual General Meeting of the CIBC and that of the next. The Annual General Meeting shall be held at such time and place as Board shall appoint.
- ii. Annual General Meeting shall be called Ordinary General Meetings and all other General Meetings shall be called Extraordinary General Meetings.
- iii. The Board may, whenever it thinks fit, convene an Extraordinary General Meeting.
 - a) The board shall also on the requisition of members of CIBC representing not less than two-third (2/3) of the total voting rights of all the members having at the said date a right to vote at general meetings of the programme, forthwith proceed duly to convene an extra-ordinary general meeting of the CIBC.

The Board shall also on the requisition of member and must be signed by the requisitionists and deposited at the Registered Office of the CIBC and may consist of several documents in like form, each signed by one or more requisitionists.

- b) If the Board does not within twenty-one days from the date of the deposit of the requisition proceed duly to convene a meeting the requisitionists, or any of them representing more than three-fourth (3/4) of the total voting rights of all of them, may themselves convene a meeting, but any meeting so convened shall not be held after the expiration of three months the said date.

14. NOTICE OF GENERAL MEETING

- i. Twenty-one days' notice at least (exclusive of the day on which the notice is served or deemed to be served and of the day for which it is given) specifying the place, the day and the hour of meeting and, in the case of special business, the general nature of such business shall be given in the manner hereafter mentioned, or in such other manner, if any, as may be prescribed by the CIBC in General Meeting to such persons as are under these articles entitled to receive such notices for CIBC.
- ii. Provided that meeting of the CIBC shall notwithstanding that it is called by a shorter notice than that specified in this article be deemed to have been duly called if it is so agreed;

- a) In the case of a meeting called as the Annual General Meeting by all the member entitled to attend and vote there and;
 - b) In the case of any other meeting by majority in number of member's having a right to attend and vote at the meeting being a majority together representing not less that 90% of the total voting rights at that meeting of all members.
- iii. Provided further that an incidental omission to give notice of a meeting to; or the non-receipt of notice of a meeting by any person entitled to receive notice of it shall not invalidate the proceedings of or the resolutions passed at that meeting.

15. PROCEEDINGS AT GENERAL MEETINGS

- i. All business shall be deemed special that is transacted at an Extraordinary General Meeting and also all that transacted at an Ordinary General Meeting, with the execution of the consideration of the accounts and balance sheets, the reports of the Chairman and Auditors Report, and the appointment of auditors and the fixing of the remuneration of the Auditors.
- ii. No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. Two thirds of members, present in person or by proxy shall be quorum, provided that one-member holding the proxy of two or more members or one person holding the proxies of two or more members shall not constitute a quorum on the basis of such multiple representation
- iii. If within 60 minutes from the time appointed for the meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved; in any other case it shall stand adjourned to the same day in the next week at the same and place; and if at such adjourned meeting a quorum is not present within half-an-hour from the time appointed for the meeting, the meeting shall be dissolved.
- iv. The chairman of the board or in his presence any member of CIBC shall preside at every General Meeting. If at any meeting the Chairman or his representative is not present within thirty minutes after the time appointed for holding the meeting, or not willing to act as chairman, the members present shall choose one of their member to be chairman of the meeting.
- v. The chairman of any meeting at which a quorum is present may, with the consent of the meeting (and shall if so directed by the meeting) adjourn the meeting from time to time, and from, place to place by no business shall be transacted at any adjourned meeting, or not willing to act as chairman, the members present shall choose one of their member to be chairman of the meeting.
- vi. At any General Meeting, a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is (before of on the declaration of the result of the show of hands) demanded by at least two members. Unless a poll is so demanded, a declaration by the chairman that a resolution has on a show of hands been carried or carried unanimously or by a particular majority or lost or not carried by particular majority and an entry to the effect in the book containing the minutes of the proceedings of the CIBC shall

be conclusive evidence of the fact without proof of the number or portion of the votes recorded in favour of or against such resolution. A demand for a poll may be withdrawn.

- vii. No poll shall be demanded on the election of a chairman of a meeting or a question of adjournment. Subject as aforesaid if a poll be duly demanded, it shall be taken such time and place and in such time and place and in such manner as the chairman of the meetings shall direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
- viii. In the case of an equality of votes whether on a show of hands or on a poll, the chairman of the meeting shall be entitled to a second or casting vote.
- ix. The demand for a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which the poll has been demanded and it may be withdrawn at any time before the next business is proceeded with.

16. **VOTES OF GENERAL MEETINGS**

- i. On a show of hands and also on a poll every member present in person shall have one vote provided that when the matter affecting a member personally comes before the meeting, although he maybe present at it, he shall not be entitled to vote on the question and the chairman may require him to withdraw during the discussion, and he shall in that case withdraw accordingly.
- ii. Votes (whether on a show of hands or on poll) may be given personally or proxy. The instrument appointing a proxy shall be in writing under the hand of the appointer or in case of a corporation, either under seal or under the hand of an officer or attorney duly authorized. A proxy must be a member of the CIBC.
- iii. The instrument appointing a proxy and the power of attorney or authority (if any) under which it is signed or notarially certified copy thereof shall be deposited at the office not less than 24 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposed to vote or in the case of a poll not less than 24 hours the time appointed for the taking of the poll and in default the instrument of proxy shall not be treated as valid.
- iv. A vote given in accordance with the terms of an instrument of proxy shall be valid and notwithstanding the previous deaths or insanity of the principal or revocation of the instrument of the proxy or the authority under which it was executed, provided that not intimation in writing of such death, insanity or revocation as adjourned meeting at which the instrument of proxy is used.

17. **FINANCE**

- i. The income and property of the CIBC shall be applied solely towards the promotion of the objects of the CIBC as set forth in this constitution; and not portion thereof shall be paid or transferred, directly or indirectly, by way of divided, gift, division, bonus or otherwise however by way of profit, to the member of the CIBC.

- ii. Nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any officer or servant of the CIBC, nor prevent the payment of interest at a reasonable rate on money lent, or reasonable proper rent for premises demised or let by any member to the CIBC.
- iii. Apart from the Chairman (Ex-officio member) and the secretary, NO member of the Board of Governors of the CIBC shall be appointed to any salaried office of the CIBC or any office of the CIBC paid by fees, and nor remuneration or other benefit in money or money's worth shall be given by the CIBC to any money lent, reasonable and proper rent for premises demised or let to the CIBC.

18. ACCOUNTS AND INSPECTION OF BOOKS

- i. The board shall course proper books of account to be kept with respect to:
 - a) All sums of money received and expended by the CIBC and the matters in respect of which the receipt and expenditure took place.
 - b) All sales and purchases of goods by the CIBC; and
 - c) The assets and liabilities of the CIBC.
- ii. The books of the accounts shall be kept at the office, or such other place as the Board shall think fit and shall at all times be open to inspection by member of the Board.
- iii. At the Annual General Meeting in every year the Committee shall lay before the CIBC a proper income and expenditure account for the period since the last proceeding account (or in the case of the first account since the incorporation of the CIBC) made up to a date not more than nine months before the meeting, together with a proper balance sheet made up as at the same date. Every such balance sheet shall be accompanied by proper reports of the CIBC and the auditors and copies of the income and expenditure account, balance sheet and reports (all of which shall be framed in accordance with any statutory requirements fro the time being in force) and of any other documents required by law to be attached to them to accompany them shall not less than 21 clear days before the date of the meetings be sent to the auditors and to all other entitled to receive notices of general meetings in the manner in which notices are hereafter directed to be served. The auditor's report shall be read before the meeting and shall be open to inspection by any member of the CIBC.

19. AUDIT

- i. Once at least in every year the accounts of the CIBC shall be examined and correctness of the income expenditure account and balance sheet ascertained by one or more qualified auditor of auditors authorized to practice in Kenya.
- ii. Auditors shall be appointed and their duties regulated in accordance with provisions of the Act.

20. NOTICES

A notice or other document may be served by the CIBC, upon any member of the CIBC either personally or by sending it through the post in a prepaid letter addressed to him at his address in the register or such other address, whether in Kenya or not, as he may from time to time furnish to the CIBC for this purpose.

21. **AMENDMENTS**

No additions, alterations of amendments shall be made to this constitution unless the same shall have prior approval of two thirds of the members of CIBC.

22. **SETTLEMENT OF DISPUTES**

Any dispute concerning this constitution or members of CIBC shall be resolved through negotiations, conciliation, good offices or arbitration.

23. **THE SEAL**

The Executive Committee shall provide for the safe custody of the seal of CIBC which shall be used under the authority of the committee and every instruments to which the seal be affixed shall be signed by the secretary and shall be counter-signed by the Chairman or by any person appointed by the Board.

24. **DISSOLUTION**

- I) The CIBC may be dissolved by a resolution passed by two thirds majority of members at a general meeting called expressly for purpose of dissolution. The quorum at the meeting shall be as shown in article 15. If no quorum is obtained, the proposal to dissolve the CIBC shall be submitted to further general meeting which shall be held one month later. Notice of this meeting shall be given to all members at least 14 days before the date of the meeting. The quorum for this second meeting shall be number of member present.
- II) The CIBC shall not dissolve in accordance with article 24 (I) without prior consent in writing from the executive director of the NGO bureau.
- III) If upon winding up or dissolution of the CIBC there remains after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be distributed amongst the members of CIBC but shall be given or transferred to some other organization (s) which has object similar to the object of CIBC.
- IV) The receiving organization (s) shall be determined by the members of CIBC at or before the time of dissolution and in default therefore by a judge of the High court of Kenya, if and so far as effect cannot be given to the aforesaid provision then to some charitable objects to be determined by the members.