

**THE FEDERAL REPUBLIC OF NIGERIA  
COMPANIES ACT 1968**

**COMPANIES LIMITED BY GUARANTEE AND  
NOT HAVING SHARE CAPITAL**

**Memorandum**

**AND**

**Articles of Association**

**OF**

**NIGERIAN ASSOCIATION OF TECHNOLOGISTS IN  
ENGINEERING**

**Established IN 1976**

**Incorporated this 8<sup>th</sup> day of April, 1988**

**THE FEDERAL REPUBLIC OF NIGERIA**

**COMPANIES ACT 1968**

**COMPANIES LIMITED BY GUARANTEE AND  
NOT HAVING SHARE CAPITAL**

**MEMORANDUM OF ASSOCIATION OF TECHNOLOGISTS IN  
ENGINEERING**

**PREAMBLE:**

1. We the trained and certified Technologists in Engineering do come together under the name the Nigerian Association of Technologists in Engineering herein after referred to as NATE having firmly and solidly resolved to coexist as one indivisible and indissoluble professional body under God dedicated to the promotion of Science, technology innovation in Engineering practice and development and the general welfare of her members.
2. We do hereby make, enact and give to ourselves the following constitution, without prejudice to the constitution of the Feral Republic of Nigeria which is the supreme law of the land.
3. The constitution is supreme and its provisions shall have binding force on all authorities and persons registered as members of NATE.
4. The name of the company is Nigerian Association of Technologists in Engineering herein after referred to as NATE.
5. The Corporate Headquarter shall be located within the Federal Capital Territory of Nigeria.

6. The Motto and Watchword of the Association shall be: Design, Build and Maintain for Progress.

## **SECTION 1**

### **1.0 OBJECTIVES**

Objectives for which the Association is established are:

- a. To promote, foster and develop, for the benefit of the Nigerian community and elsewhere, the general advancement of science, technology and practice relative to all aspects of engineering, including in such expression the design, construction, selection, installation, maintenance and control of mobile, or static plant and equipment used in engineering or related industries. To this end, the Association may setup branches or offices in any part of the Nigerian Federation in furtherance of all the Association's objects contained in this Memorandum of Association.
- b. To encourage and promote inventions and improvements in the field of Engineering and Technology and to disseminate knowledge thereof by supporting, financing, assisting and promoting research, investigation and experimental works.
- c. In the interest of science and technology, and of the community in general, to improve, elevate and maintain the technical and general knowledge of persons engaged or about to be engaged in Engineering practices and the integrity and reputation of the profession thereof in manners following, that is to say;
  - i. By the holding of workshops, seminars and lectures and award of scholarships, grants and rewards
  - ii. By conducting examinations and/or interviews as a qualification for admission of any class of membership of the Association.
  - iii. By requiring standards of professional conduct and fair dealing and preventing malpractice of, and among, such persons.

- d. To cooperate with Government Departments, Polytechnics, Colleges of Technology, other educational institutions and authorities for the furtherance of knowledge of the education in the science and practice of Engineering and Technology.
- e. To promote the education of Engineering Practitioners, to consider, discuss and promote the study of all questions affecting Engineering and Technology and all ancillary and allied professions or trades.
- f. To promote collaboration between Engineers, Technologists, manufacturers of Engineering equipment, suppliers, owners and users of such equipment.
- g. To disseminate amongst Engineers, Technologists and other Engineering practitioners who are graduates of Polytechnics, Colleges of Technology, or their equivalent, information on all matters affecting Engineering and to print, publish, issue, and circulate such papers, periodicals, journals, books, circulars, and other literary undertakings as are conducive to any of these objects.
- h. To acquire or otherwise establish, form and maintain a technical library in every of its offices and collections of catalogues, designs and works, Information and Communication Technology (ICT) facilities useful to Engineers, Technologists and other Engineering Practitioners.
- i. To encourage the discovery of and investigate and make known the nature and merits of inventions which may seem capable of being used by Engineers and Technologist and to acquire any patents or license relating to such invention with a view to the use thereof by Engineering Practitioners either gratuitously or upon such terms as may seem expedient.
- j. To purchase, take on lease, or in exchange, hire, or otherwise acquire any real or personal property and any rights or privileges which the company may think necessary or convenient for the promotion of its objects, and to construct, maintain, and alter any buildings or erections necessary or convenient for the work of the Association,

however, subject to the limitation imposed by Section 15(3) of the Companies Act No. 51 of 1968 or as amended.

- k. To sell, let, mortgage, dispose of or run to account all or any of the property or assets of the Association as may be thought expedient with a view to the promotion of its objects.
- l. To undertake and execute any trusts which may lawfully be undertaken by the Association and may be conducive to the attainment of its objects.
- m. To undertake and execute any trusts which may lawfully be undertaken by the Association and may be conducive to the attainment of its objects.
- n. To borrow or raise money for the purposes of the Association on such terms and on such security as may be thought fit.
- o. To accept on appropriate terms offer of affiliation that may be made to the Association by other registered or unregistered engineering bodies having aims and objectives similar to that of the Association.
- p. To provide a central organization primarily for Technologists in Engineering in Nigeria and generally to do such things as may from time to time be necessary to maintain a strict standard of professional ethics amongst its members and to advance the interest of the engineering profession in Nigeria.
- q. To promote merit and proficiency among members and non-members in all areas of engineering and technology by conferment of any forms of awards, honours, designations, acronyms, and appellation considered necessary by the Council of the deserving persons in Nigeria or elsewhere.
- r. To apply or petition for any legislation, parliamentary or otherwise, that would further any of the objects of the Association.

## **SECTION 2**

### **2.0 DECLARATION**

#### **AND IT IS HEREBY DECLARED THAT:**

- a. The objects specified in each of the paragraphs of Section 1 shall be regarded as independent objects and accordingly shall in no way be limited or restricted (except where otherwise expressed in such paragraph) by reference to or inference from the terms of any other paragraph, but may be carried out in as full and ample a manner and constructed in as wide a sense as if each of the said paragraphs defined the objects of a separate and distinct Company.
- b. The term Nigeria when used in Section 1 unless repugnant to the context shall include all territories now comprised in and which may hereafter from time to time become comprised in the Federation of Nigeria.
- c. The income and property of the Association however and whosoever derived, shall be applied solely towards the promotion of the objects of the Association as set forth in this Memorandum of Association, 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, provided that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration of the officer or servant of the Association or to any member of the Association in return for any services actually rendered to the Association.
- d. No member of the Council of Management or Governing Body of the Association shall be appointed to any salaried office of the Association or any office of the Association paid by fees, except repayment of out-of-pocket expenses or reasonable and proper rent for premises demised or let to the Association.
- e. The liability of the members is limited by guaranteed.
- f. Every member of the Association undertakes to contribute to the assets of the Association in the event of its being wound up while he is a member or within one year after he ceases to be a member for payment of the debts and liabilities of the Association contracted before he ceases to be a member, and

of the costs, charges, and expenses of winding up, and for the adjustment of the rights of the contributors among themselves.

- g. Annual subscription as may be determined by council from time to time shall be imposed on members
- h. If upon winding up or dissolution of the Association there remains after the satisfaction of all its debts and liabilities any property whatsoever such property shall not be paid to or distributed among the members of the Association.
- i. Such properties shall be given or transferred to some other Association or Association having objects similar to the objectives of the Association and which shall prohibit the distribution on dissolution, and if, and so far as effect cannot be given to the provisions of this clause then, the said property shall be given to some charitable object.
- j. Alteration or amendment may be made to the regulations contained in the Memorandum and Articles of Association from time to time being in force as the case may be by general house alteration and amendment committee appointed by the various branches through the NEC. These alterations or amendments shall be submitted to and approved by the Registrar of the companies before enforcement.

## **SECTION 3**

### **3.0 INTERPRETATION**

In these Articles:

- a. “The Act” means the Companies Act, 1968
- b. “The Seal” means the Common Seal of the Association
- c. “The Secretary” means any person appointed to perform the duties of the Secretary of the Association
- d. “The Association” means Nigerian Association of Technologists in Engineering Limited
- e. “Corporate Members” means that category of members of the Association who alone is entitled to take part in the management of the Association by voting and being voted for.

- f. “The Company” means the Nigerian Association of Technologists in Engineering Limited.
- g. “The Council” means the National Executive Council management of the Association
- h. Expressions referring to writing shall, unless, the contrary intention appears by construed as including references to printing, lithography, photography and other modes of representing or reproducing words in a visible form.
- i. Unless the context otherwise requires, words or expression contained in these articles shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these articles become binding on the Association.

## **SECTION 4**

### **4.0 MEMBERSHIP**

- a. The subscribers to the Memorandum of the Association and such other persons as shall be admitted to membership in accordance with these Articles, and none others, shall be members of the Association shall be entered in the register of members accordingly.
- b. The Association for the purpose of registration is declared to consist of unlimited number of members
- c. Membership hereinafter implies all grades of members

### **4.1 Classes of Membership**

Membership of the Association shall be divided into three main classes as follows :-

#### **a. Corporate Members**

- i. Fellows
- ii. Members

#### **b. Non-Corporate Members**

- i. Graduates



- ii. Students
- iii. Associates
- iv. Affiliated

**c. Honorary Members**

- i. Grand Patrons
- ii. Patrons
- iii. Honorary Fellows
- v. Honorary Members

**4.2 Corporate Membership**

Corporate Member shall be fully qualified Engineering Practitioners whose kind of works shall be that reserved for, at least, Technologists anywhere in the world in the field of Agricultural, Mechanical, Electrical, Chemical, Civil Engineering, etc, registered Engineers and Technologists, as defined by the Council for the Regulation of Engineering in Nigeria (COREN), who so desire may apply for membership, provided they, possess HND (Engineering), B. Tech. or its equivalent.

**4.3 Qualification for Membership**

**A. Fellows:**

The Council of Management of the Association may elect or transfer any candidate into this class of membership provided that such candidate satisfies the Council on the following matters as at the time of making his application.

- i. That he is not less than 40 years of age
- ii. That he has continuously been a corporate member of the Association for a period of not less than five years preceding the date of his application.
- iii. That at the time of his application he is holding and has been so holding or has held for a period of not less than five years preceding the time of his application or election a senior Engineering position in

government, in industry or at any time advanced institution of learning.

- iv. That the National Council of the Association may, if deemed necessary, request the applicant to submit a paper on a subject to be selected by the applicant from a list of subjects approved for this purpose by the council.
- v. That he is not financially indebted in any way to the national branch or chapter as at the time of making his application.
- vi. That, apart from the above, the applicant if in the opinion of the Council is fit and proper person to be a Fellow of the Association.

**B. Members**

To be eligible for election or transfer to this class of membership a candidate must fulfill the following conditions:

- i. Must possess one or more of the following academic qualifications, that is to say: HND Engineering, HNC Engineering, B.Tech. Engineering or any other qualification, which in the opinion of the Council is equivalent to any of the qualifications, state above.
- ii. Must have had three years experience in practical engineering work, two years out of which must have been spent in appropriate training supervised by qualified and experienced Engineers or Technologists.
- iii. Must be ready, if the Council so requires, to submit written papers and attend interviews or tests to enable the Council further determine the suitability of the candidate for this class of membership.

**C. Graduates:**

Graduate membership shall be opened to graduates of Colleges of Technology and Polytechnics at the degree level in Engineering Technology or Higher National Diploma level or equivalent who are without at least 3 years cognate industrial experience, provided the institution attended is approved by the Council. In addition:

- i. He must not be under 18 years of age at the time of application.

- ii. He must produce evidence of discharge or exemption from the National Youth Service Corps Scheme.

**D. Students:**

Student membership shall be opened to students in approved University or Colleges of Technology, and the Polytechnics who are admitted to pursue degree in engineering technology or Higher National Diploma courses in relevant fields of Engineering. Such students shall, while applying for membership, be required to produce evidence of attendance to such Institutions at the time of application.

**E. Associates:**

Associates shall be:

1. Persons elected as such by the Council, who are not qualified in the opinion of the Council for Corporate Membership of the Association, but who work in the field of Engineering and who wish to be associated with the Association and its activities and who fulfill the following conditions:
  - i. Be not less than 18 years of age at the time of application for admission and;
  - ii. Have had at least 5 years continuous employment in a responsible position in government or industry which in the opinion of the Council is related to Engineering.
  - iii. Satisfy the Council that by their qualifications and previous experience in the position they occupy at the time of election, their admittance as Associates of the Association will promote the declared objects of the Association and its further development.
2. Graduates of Polytechnics, Colleges of Technology and similar Institutions at the Ordinary National Diploma level or equivalents as may be determined by the Council. In addition:

- i. Candidates must not be less than 18 years of age at the time of application.
- ii. Must show evidence of continuous employment for at least two years after qualification.

**F. Affiliates:**

An Affiliate shall be a person elected as such by the Council who has undergone adequate apprenticeship training with or without formal classroom work and possessing any of the following:

- i. Advance Government Trade Test in any of the special arms of Engineering Trade.
- ii. At least intermediate City and Guilds in an Engineering Trade, with at least 2 years of relevant experience.
- iii. In addition, must not be less than 18 years of age at the time of application; and
- iv. Must show evidence of adequate literacy acceptable to Council.

**G. Grand Patrons:**

The position of Grand Patron shall be reserved for the Head of State who in the opinion of the Council of Management of the Association has greatly promoted the interests of the Technologists and Engineers as well as the overall development of Technology in the nation.

**H. Patrons:**

The position of Patron(s) shall be reserved for any persons ranging from the status of State Governor to other distinguished Nigerians who in the opinion of Council of Management is/are deserving of such an honour.

**I. Honorary Fellows and Honorary Members:**

The Council of the Association may elect any person to either of these classes of membership if in its opinion the person concerned is so qualified by reason of his attainment in the practice of Engineering

profession or in the course of his employment in Engineering Industry or the teaching of Engineering practice and an advanced institution of learning or promotion of Engineering practice and support. Any person so elected shall receive a scroll denoting this honour. An Honorary Fellow or Honorary member shall be exempted from the payment of enrollment fees or annual subscription. The Council shall fix the total number of Honorary Fellows and Honorary Members of the Association at any time.

## **SECTION 5**

### **5.0 ADMISSION OF MEMBERS**

- a. Every application for election, re-election or transfer to any category of membership shall be made by filling and signing the official application form as may be prescribed by the Council.
- b. Every completed application form shall be accompanied by the appropriate fee as may be prescribed by the council and also the evidence of qualification for the category of membership being applied for.
- c. The council shall at its own discretion determine the eligibility of each applicant for the category of membership being applied for and the decision of the council in this regard shall be final. To reach its decision, the council may or may not invite the applicant for a personal interview.
- d. It shall be the absolute right of the council to refuse to give any reason for rejecting an application.
- e. Every applicant shall be informed in writing of the council's decision on his application.

## **SECTION 6**

### **6.0 RIGHTS AND PRIVILEGES OF MEMBERS**

Members shall enjoy such rights and privileges as the council may from time to time prescribe. The rights and privileges of every member of any grade shall be personal to him and shall not be transferable by his own or by operation of law.

- a. Every member whether corporate may use the title of the class to which he/she belongs as shown below:

Fellow	-	FNATE
Member	-	MNATE
Graduate	-	NATE (Grad)
Student	-	NATE (Stud)
Associate	-	NATE (Assos)
Affiliate	-	NATE (Affil)
Honorary Fellow	-	FNATE (Hon)
Honorary Member	-	MNATE (Hon)

- b. Every member shall have the right to use any facility that may be provided on the association premises such as library, laboratory, recreational, subject to the conditions that may be prescribed by the council.
- c. Every candidate who is elected, re-elected or transferred to the category of membership of his/her choice or for which he/she is qualified in the opinion of council shall be entitled to a membership certificate given under the seal of the association.
- d. Every candidate who has passed the interview of the association shall be entitled to received a letter of admittance as the council may determine
- e. The council shall have the power to deregister or transfer to another grade any person who has been erroneously registered in any grade of membership.
- f. Every candidate who has passed the examination of the association qualifying him/her to be admitted a full member after paying the prescribed fees shall be entitled to receive a letter of admission as the council may determine.
- g. All the documents referred to in (b), (c) and (d) above shall be the property of the association and can be withdrawn or declared invalid if the holder ceases for any reason to be a member of the association or is found guilty of an offence which in the opinion of the council is unworthy of a member of the association.

- h. Every member shall be entitled to attend general meetings of the association. Every corporate member shall be entitled to vote and be voted for in elections into the offices of the association; provided he/she is not in arrears of dues beyond the limit prescribed in the article.

## **SECTION 7**

### **7.0 ENROLMENT FEES, ANNUAL SUBSCRIPTION AND OTHER SOURCES OF REVENUE**

- a. Every member shall be liable to pay an enrolment fee on being elected, re-elected or transferred to the category of membership he might have applied for, such fee being an amount that may be prescribed by the council.
- b. Every member shall be liable to pay an annual subscription in advance as may be prescribed by the council, such subscription to be paid together with the entrance fee in the case of new enrolment. Where the date of admission of a member falls after the 30<sup>th</sup> day of June, only one-half of appropriate annual subscription shall be payable by such a member for the year. In the case of existing members, payment of the subscription shall fall due on 1<sup>st</sup> January of every year.
- c. Members shall be entitled to notice of three calendar month before a new increased fee or subscription can be introduced by the council.
- d. The council may in its absolute discretion and for good cause remit, waive, postpone or reduce the payment of subscription or enrolment fee by any member without prejudice to the rights and privileges of such member.
- e. No subscription shall be allowed to be in arrears beyond the month of March of every year in the case of existing members subject to the provisions of clause (iv) above.
- f. Every member whose subscription is six months in arrears shall be notified of this fact in writing and the facts reported to council and if subscriptions are still in arrears after nine months, the member shall lose his rights and other privileges and shall be so notified. If subscriptions

are in arrears for one year, the member shall forfeit his connection with the Association and shall be so notified.

- g. The association may seek other sources of revenue through launching, voluntary donations and special levies.
- h. Other financial obligations required of members notwithstanding, it is mandatory on every member to pay an annual welfare fee of N1,000.00.

## **SECTION 8**

### **8.0 TERMINATION OF MEMBERSHIP**

The termination of membership of the association shall be determined on the occurrence of any of the following events:

- a. The death of a member
- b. By giving one month's notice in writing to the secretary of his intention to resign and upon expiry of the notice, he shall cease to be a member provided he submits to the council his Certificate of Membership, provided also that the member shall nevertheless remain liable for the amount of his annual subscription for the current year and any other monies due to the Association.
- c. If the member is convicted for an offence involving fraud or any other offence which in the opinion of the council is unworthy of a professional engineer or technologist.
- d. If the member fails to pay his annual subscription or any other money due for him to the association within six months of a notice in writing by the financial secretary requesting payment of such money, the provision of Section 8(f) are invoked to terminate the membership.
- e. If a member has been disciplined on three occasions for the same kind of misconduct in accordance with Section (9) thereof and the council is of the opinion that such member is not amendable to discipline.
- f. Any member who becomes bankrupt or either individually or as a partner in a firm compounds with his creditors or is lawfully certified to be insane may at the discretion of the council be excluded from membership.



## **SECTION 9**

### **9.0 DISCIPLINE**

The council shall have the power to discipline any member of the Association for any misconduct, such misconduct including but not limited to the following:

- a. Bridge of professional ethics and code within the Association and profession.
- b. Disorderly behavior at the association meetings or in the Association premises
- c. Every member against whom any allegation is made shall be given an opportunity to defend himself before the council either orally and/or in writing provided however that the council's decision on the matter shall be final after hearing the member as aforesaid.
- d. No member shall be expelled or suspended except in pursuance of a resolution passed at a meeting of the council at which not less than two-third of the members of the council present vote in favour of the resolution to so.

## **SECTION 10**

### **10.0 THE ADMINISTRATIVE STRUCTURE**

The administrative structure of the Nigerian Association of Technologists in Engineering shall comprise of the following strata:

- a. The National Executive Council (NEC)
- b. The Zonal Executive Committee (ZEC)
- c. The Branch Executive Committee (BEC)
- d. The Chapter Executive Committee (CEC)

#### **10.1 Elected National Officers**

- a. There shall be the following Honorary Officers:
  - i. The President
  - ii. The Deputy President
  - iii. Vice – President North-East

- iv. Vice-President North Central
- v. Vice President North-West
- vi. Vice President South-East
- vii. Vice President South-West
- viii. Vice President South-South
- ix. General Secretary
- x. Assistant General Secretary
- xi. Technical Secretary
- xii. Financial Secretary
- xiii. Treasurer
- xiv. Publicity Secretary
- xv. Assistant Publicity Secretary
- xvi. Membership Secretary
- xvii. Auditor General.

Officers shall be elected by and from among the corporate members who are in good financial standing only for a term of three years provided that no elected officer shall hold the same elective office of the association for more than two consecutive terms.

Any officer who has held elective office in any capacity for two consecutive terms shall not be eligible for election to the same post until after a break of three years.

- b. The Administrative office shall consist of an Executive Secretary and such other officers and staff as the council may from time to time appoint through interview and they shall be paid such salary as the council may from time to time determine.
- c. The Executive Secretary shall be appointed by the council and shall be responsible to the honorary general secretary for the management and conduct of the establishment and executive business of the association and shall perform such further duties as assigned to him by the council. The council may from time to time by resolution appoint a temporary substitute

for the Executive Secretary and any person so appointed shall, for the purpose of these presents, be deemed so during the term of his appointment to the Executive Secretary.

## **SECTION 11**

### **SECTION 11.0 DUTIES OF ELECTED OFFICERS**

#### **11.1 THE NATIONAL OFFICERS**

**a. The National President shall:**

- i. Preside over all the Association's National General Meeting and Council Meetings.
- ii. Sign the minute and other official documents on behalf of the Association.
- iii. Direct the general affairs of the Association.
- iv. Approve all payments and sign vouchers, but the National Secretary can perform these functions in proxy when the National President is not at the Secretariat or on his order
- v. Keep in close touch with the secretariat.
- vi. Be one/alternate signatory to the Bank Account of the Association.

**b. The Deputy President shall:**

- i. Perform the function of the President in absentia and any other duties assigned to him by the National President.
- ii. If vacancy occur in the office of the National President, the Deputy President becomes the National President until the tenure of that office expires after which a new general election is held to fill the vacancy.

**c. The National Vice Presidents:**

- i. They shall perform the duties appointed to them by the National President.

- ii. In the absence of the National President and Deputy President, one of the National Vice Presidents, shall preside over meeting by consensus of members of council present.
  - iii. If vacancy occurs in the Office of the National President and Deputy President, one of the Vice Presidents by consensus of the council shall assume the office of the National President in terms of duties and functions until bye-elections is held in an emergency or at the annual general meeting.
  - iv. The Chairman of each branch shall make and submit their reports to their respective zonal Vice Presidents who coordinate the affairs of the zone and then report back to the National President.
- d. The National General Secretary shall:**
- i. Perform all the duties laid down by the NEC and shall generally supervise the work of the association in all departments.
  - ii. Attend all the meetings of the NEC and the Annual General Meeting of the Association and keep accurate records of these meetings.
  - iii. Together with other officers of NATE ensure that the affairs of the association are carried out in accordance with the provision of this association and the laws of the Federal Republic of Nigeria.
  - iv. Be in charge of all the correspondences of the Association
  - v. Carry out other duties that may be assigned to him/her by the National President or his proxy from time to time.
  - vi. Be one of the signatories of the Association's account.
- e. The Assistant National General Secretary shall perform duties of the General Secretary in absentia and any other duties assigned to him by the General Secretary/Council.
- f. The National Financial Secretary shall:**
- i. Collect monies for an on behalf of the Association and had same over to the National Treasurer within 48 hours.

- ii. Work in conjunction with the Treasurer in preparing annual financial reports of the Association.
- iii. Keep records of all financial transactions.
- iv. Be the head of all financial sub-committee.

**g. The National Treasurer shall:**

- i. Keep proper records and the control of all the financial transactions of the association.
- ii. Ensure that all monies received by the association are deposited in the Association's bank account promptly within 48 hours after receipt.
- iii. Present current financial report to the NEC during the meetings from time to time.
- iv. Present an audited Annual Financial Report of the association to the Annual General Meeting of the Association.
- v. Be signatory to the Association's Bank Account.

**h. The National Publicity Secretary shall:**

- i. Be responsible for and direct all activities designed to promote publicity for the Association.
  - ii. Act as a liaison between the Association, Public Agencies and the General Public.
- i. The Assistant National Publicity Secretary shall perform duties of the National Publicity Secretary in absentia and other duties assigned to him/her by the National Publicity Secretary/Council.
- j. The National Technical Secretary: The technical secretary shall be responsible for and direct all activities connected with the reading of technical papers, arrangement of visits to places of engineering interests, and publication of articles, journals and other periodicals.

**i. The National Auditor General shall:**

- i. Carry out prepayment or payment check on all payments made by the association.

- ii. Be the Chairman of Audit Committee
- iii. Perform any other functions assigned to him by the NEC or General House
- iv. Prepare the Annual Audit Report for the NEC.

## **11.2 The Zonal Officers**

### **a. The Zonal Chairman**

- i. The Zonal Chairman of the zone is automatically the National Vice President from that Zone.
- ii. Shall perform the duties similar to that of National President
- b. The Zonal General Secretary: The General Secretary shall perform duties similar to those of National General Secretary.
- c. The Zonal Assistant Secretary shall perform duties of Zonal General Secretary in absentia and any other duties assigned to him by the Zonal Secretary/ZEC
- d. The Zonal Financial Secretary shall perform duties similar to those of National Financial Secretary
- e. The Zonal Treasurer shall perform duties similar to those of National Treasurer
- f. The Zonal Publicity Secretary shall perform duties similar to those of National Publicity Secretary.  
In addition to the above duties the Zonal Executive Committee shall:
  - g. organize professional, educative and enlightenment programmes
  - h. Articulate the zonal interest in any professional issue for the necessary action by NEC
  - i. Promote, protect and advance the rights and privileges of its zonal members
  - j. Carry out any other duty that may be assigned to it by NEC or Congress of NATE.
  - k. Meet at least twice a year or by popular demand from majority of its members.

### **11.3 The Branch Officers**

- a. The Branch Chairman shall perform the duties similar to those of National President.
- b. The Branch Vice Chairman shall perform duties of Branch Chairman in absentia and any other duties assigned to him by the Branch Chairman/BEC
- c. The Branch General Secretary shall perform duties similar to those of National General Secretary
- d. The Branch Assistant General Secretary shall perform duties of Branch Secretary in absentia and any other duties assigned to him by the Branch Secretary/BEC
- e. The Branch Financial Secretary shall perform the duties similar to those of National Financial Secretary
- f. The Branch Treasurer shall perform duties similar to those of National Treasurer
- g. The Branch Publicity Secretary shall perform duties similar to those of National Publicity Secretary
- h. The Branch Assistant Publicity Secretary shall perform duties of Branch Secretary in absentia and any other duties assigned to him by the Branch Secretary/BEC.
- i. The Branch Technical Secretary shall perform duties similar to those of National Technical Secretary
- j. The Branch Auditor General shall perform duties similar to those of National Auditor General.

### **11.4 The Chapter Officers**

- a. The Chapter Chairman shall perform duties similar to those of Branch Chairman
- b. The Chapter Vice Chairman shall perform duties of Chapter Chairman in absentia and any other duties assigned to him by the Branch Chairman/CEC
- c. The Chapter General Secretary shall perform duties similar to those of Branch General Secretary

- d. The Chapter Assistant General Secretary shall perform duties of Branch Secretary in absentia and any other duties assigned to him by the Chapter Secretary/CEC
- e. The Chapter Financial Secretary shall perform the duties similar to those of Branch Financial Secretary
- f. The Chapter Treasurer shall perform duties similar to those of Branch Treasurer.
- g. The Chapter Publicity Secretary shall perform duties similar to those of Branch Publicity Secretary
- h. The Chapter Assistant Publicity Secretary shall perform duties of Branch Secretary in absentia and any other duties assigned to him by the Chapter Secretary/CEC.
- i. The Chapter Technical Secretary shall perform duties similar to those of Branch Technical Secretary
- j. The Chapter Auditor General shall perform duties similar to those of Branch Auditor General.

## **SECTION 12**

### **12.0 RULES AND GUIDELINES ON FORMATION OF BRANCHES/CHAPTER**

- a. Council shall have power to establish branches of Association in such places as it may decide and to organize or establish chapters for the promotion of any field of engineering.
- b. At least 40 corporate and financially up-to-date members shall be allowed to form a branch at state levels.
- c. At least 20 corporate and financially up-to-date members shall be allowed to form Chapter at local government, institutional or organization levels.
- d. Council shall have power to dissolve a branch or chapter in accordance with the constitution, bye-laws and regulation of the Association



## **SECTION 13**

### **13.0 COUNCIL OF THE MANAGEMENT**

- a. The management of the Association shall be vested on the Executive Council (hereinafter referred to as the ‘Council’ consisting of the President, immediate past President, the Deputy President, the Vice Presidents, the Honorary General Secretary, Assistant General Secretary, Financial Secretary, Treasurer, Membership Secretary, Technical Secretary, Publicity Secretary, Assistant Publicity Secretary, Auditor General and Branch Chairmen.
- b. The Council may from time to time from among the corporate members fill any vacancy on the council and co-opt any corporate members as required, but any person appointed to fill a vacancy shall hold office only until the annual general meeting, when he shall be eligible for election if dully nominated.
- c. A past President shall have the right of attendance at all council meetings but shall have neither voting right nor count towards determination of quorum at council meetings, save the immediate past President.
- d. The council shall decide the number of times and dates of meetings in a year.

## **SECTION 14**

### **14.0 ELECTION INTO NATIONAL OFFICES**

- a. All the officers and other members of the Council ho are financially up-to-date as under these presents fall due for election, shall be elected every ballot three years by the corporate members, such election shall be secret.
- b. Methodology: The following methods shall be adopted for the purpose of National Election:
  - i. Not later than six months before the holding of each general meeting of an election year, the Council shall send to such corporate members entitled to receive notices a list of qualified persons who can be nominated as a candidate for election as Honorary Officers. Such list

compiled according to zones must pass through the zonal chairmen for effective delivery to corporate members.

- ii. Each zone may nominate in writing from the list of section of Section 14(i) above qualified person as candidate for election as an honorary officer (stating the particular office for which he/she is nominated for)
- iii. Not later than three months prior to the annual general meeting, the council shall send out to each corporate member of the Association entitled to receive notice of general meeting a compiled list of all candidates properly nominated for election as honorary officers. Such list shall be routed through the zonal chairmen for proper distribution to members.
- iv. The President or failing him, the Deputy President shall at a convenient time before such annual general meeting appoints from among the corporate members of the Association six electoral committee members (one from each zone) whose duties shall among others be to conduct a successful election on the day of the annual general meeting and announce the result on the same day of the general meeting. The chairman of the electoral committee who serves also as electoral returning officer shall be chosen from among the electoral committee members by the National President. Five of the committee members shall form a quorum at any meeting.
- v. There shall be a separate voting list for each post to be contested for.
- vi. The Council shall provide one central empty transparent plastic ballot box measuring at least 50cm x 50cm x 50cm for the purpose of the election.
- vi. Before you vote on the electoral day, each eligible member shall be verified by the electoral committee from the compiled list of eligible members after which such member shall be given the list of contestants for the particular post from which to vote.
- vii. The number of votes received by each contestant for any post shall be announced openly to members and the candidate with the highest number of votes shall be declared the winner of that post by the returning officer.

- ix. If there shall be equality of votes cast as aforesaid, the electoral committee shall decide the eventual winner by drawing lots.
- x. The Ballots cast for each post shall be kept in a sealed packet by the Executive Secretary of the Association for at least one month after the annual general meeting and shall then cause them to be destroyed if there are no objections to the election.
- xi. At the close of the election, and before the close of annual general meeting, all the newly elected officers shall be sworn into office.

## **SECTION 15**

### **15.0 ELECTION INTO ZONAL/BRANCH AND CHAPTER OFFICES**

The election of officers at the zones, branches and chapters except for the zonal chairmen, Section 11.2a(i) shall be similar to Section 14.

## **SECTION 16**

### **16.0 POWERS AND DUTIES OF THE COUNCIL**

- a. The business of the Association shall be managed by the council which may exercise all such powers of the Association and do on behalf of the Association all such Acts as may be exercised and done by the Association and as are not by the Act or by these presents required to be exercise or done by the Association in general meeting. Except otherwise provided every decision of the Executive Council shall be by a simple majority of those present, each member present having one vote and in the event of equality of vote, the chairman shall have a casting vote in addition to his original vote as a member of the Executive Council.
- b. Minutes of the proceedings of the Executive Council and of the attendance of members shall be recorded in a book kept for the purpose and shall be signed by the chairman in the next succeeding meeting at which they shall be read and every such minute so recorded and signed shall in the absence of proof of error therein be considered a correct record.

- c. All Acts bona-fide done by the council or any committee of the council or by any person acting as a member of the council, shall notwithstanding its being afterwards discovered that there was some defects in the appointment or continuance in office of any such member or person acting as aforesaid, 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 member of the council, provided such Acts are performed in good faith, but such Acts must have been authorized by and within the knowledge and verification carried by the council.
- d. Subject as aforesaid the business of the council shall be conducted in such manner as the council may from time to time prescribe, and in particular the council may at any time and from time to time constitute from among the members standing or temporary committees for carrying out specific work connected with the Association. The council may also if it thinks fit, co-opt to serve on any committee any person whether a corporate member of the Association or not, which it may consider specially qualified to assist such committee, save that no such co-opted member of the committee shall be entitled to vote at meetings of such committees unless he is a corporate member of the Association.
- e. The Executive Council may in its absolute discretion either fill occasionally vacancies in the Executive Council without waiting for a general meeting or call a general meeting to decide on the filling of the vacancies until the next annual general meeting. Any person appointed by the Executive Council to fill a vacancy shall hold office until the next general meeting following his appointment.
- f. The council shall determine who shall represent the Association on any outside Bodies or Government Councils, Boards and Agencies.
- g. A resolution in writing signed by all the members for the time-being of the council or of any committee of the council shall be as valid and effectual as

if it had been past at a meeting of the council or of such committee duly convened and constituted.

- h. The quorum for a meeting of the council shall be 2/3 the constituted members of Council except during emergency meeting where ten member shall form a quorum.

## **SECTION 17**

### **17.0 RESIGNATION AND VACATION OFFICE**

- a. Any officer who resigned from his office for whatever reason shall give four weeks' notice of his intention in writing to the council, and shall henceforth cease to hold office if the council rectifies the notice of resignation.
- b. An officer of the Association who is removed from the office shall surrender all the Association's property in his/her possession and paid debt owed the association.
- c. An officer may be removed from officer if he is found guilty of financial impropriety working against the objective of the association, any act that association, regards as misconduct and or any act the will bring the association to disrepute.
- d. An officer of the Association may be removed if he is incapacitated, sick to the extent that he can no longer perform the duties of his office, convicted from criminal offence and or any act considered by the association as inimical to its interest or against the interest of the Federal Republic of Nigeria.
- e. The office if an honorary officer or of a member of the council will be vacated:
  - i. if he ceases for any cause t be a corporate member of the association.
  - ii. If he is absence from three executive council meetings without adequate explanation to the satisfaction of the council and the council thereupon resolves that he has vacated office.
  - iii. If at a meeting of the council specially convened for that purpose, at which not less than two thirds of the members of the council are present, a resolution is passed by a majority of not less than three

fourth of those present and voting on the resolution declaring his office to be vacated.

- iv. If he ceases to hold office by virtue of any of the provisions of the Act.

## **SECTION 18**

### **18.0 FINANCES OF THE ASSOCIATION**

- a. The funds of the Association shall be banked in the name of “Nigerian Association of Technologists in Engineering” with such bank or banks as the council may decide and the account shall be operated by the signatories of the following officers Presidents, General Secretaries and Treasurer in any arrangement that the council may decide in a resolution of the mandate for the operation of that particular account.
- b. The Council shall cause proper books of account to be kept with respect to:
  - i. All sums of money received and expended by the association and the matters in respect of which the receipts of expenditure take place.
  - ii. All sums of money received and expended by the association and the matters in respect of which the receipt of expenditure take place.
  - iii. The assets and liabilities of the association, proper books shall be deemed to be kept if there are such books of account as are necessary to give a true and fair view of the state of the association affairs and to explain its transactions.
  - iv. The books of the account shall be kept at the National head office the Association and shall at all times be open to inspection of members of the council. The association in general meeting may from time to time impose reasonable restrictions as to the time and manner in which the books of account of the Association shall be opened to the inspection of the numbers and subject thereto such books shall be opened to their inspection at all reasonable times during business hours.
  - v. The Official Receipt of the Association shall be a good and complete discharge for any money paid to the Association.

- vi. The book or books containing the minutes of proceedings of general meetings of the Association shall be kept at the office of the Association, and be opened to inspection of any corporate member during usual business hours.
- vii. At every annual general meeting, the council shall lay before the Association income and expenditure account made up to a date not more than six months before such meeting, together with a balance sheet made up, as at the same date. Every such balance sheet shall be accompanied by a report of the council, a report of Auditors, copy of such account, balance sheet and report shall at least be ready twenty-one clear days before the meeting, and sends to all the members entitled to receive notices of meeting, in the manner in which notices, are in these presents directed to be served. The Auditor's report shall be opened for inspection and be ready before the meeting.

## **SECTION 19**

### **19.0 AUDIT**

- a. At least once every year, the account of the association shall be examined and the correctness of income and expenditure account and balance sheet ascertained by one or more auditor or auditors appointed in accordance with the provisions of a Memorandum of the association and these presents and of the Acts.
- b. The Auditors shall make a report to the members on the accounts and balance sheet examined by them, to be laid before the Association at each Annual General Meeting, and Report which shall be read at the meeting shall be in conformity with the requirement of the schedule to the Act.
- c. Auditors shall be appointed and their duties regulated in accordance with the Act.

## **SECTION 20**

### **20.0 THE SEAL**

The Association shall have a common seal bearing the name “Nigerian Association of Technologists in Engineering”. The council shall provide for the safe custody of the seal. The seal shall not be affixed to any instrument apart from certificates of membership except by the authority of a resolution of the council and in the presence of one of the honorary officer or other members of the Council and of secretary and such officer or other members of the council and secretary shall sign every instrument to which such seal shall be so affixed in their presence, and in favour of any other purchaser of person having bona-fide dealing with the Association, such signature shall be conclusive evidence of the fact that such deal has been properly affixed.

## **SECTION 21**

### **21.0 SECTIONS OF THE ASSOCIATION**

Sections of the association may be formed from time to time by members of the Association interested in any particular branch of the Science and Art of Engineering but no section of the Association shall be formed except with the sanction of a resolution of the council, and each sections shall at times comply with all requirements or regulations prescribed by the council which may at time rescind or withdraw the resolution or alter its prescribed requirements and regulations.

## **SECTION 22**

### **22.0 GENERAL MEETING**

- a. The Council shall once in each calendar year, and no more than fifteen months after the last preceding Annual General Meeting, convene an Annual General Meeting of the Association, the business of which shall be to receive the Accounts and Balance Sheet of the Association for the last preceding year and the Reports of the Council and Auditors, to appoint Auditors and deal any other competent business, and such Annual General Meeting shall be specified as such in the notice calling for it. At that meeting



there shall also be declared the result of the election of the Honorary Officers in an election year.

- b. The council may whenever it thinks fit convene an Extraordinary General Meeting. Extraordinary General Meetings shall also be convened on the requisition of any ten corporate members entitled to vote at general meetings. Every such requisition shall be in writing and must state the objects of the meeting, and must be signed by the requisitionists and deposited at the office of the Association and may consist of several documents in like form each signed by one or more requisitionists. If the council does not without sufficient reason within twenty one days from the date of the deposit of the requisition proceed duly to convene a meeting, the requisitionists, or a majority of them resident in the country may themselves convene a meeting of the Association and meeting, so convened shall not be held after the expiration of three months from the date of the deposit of the requisition. A meeting convened under this clause by requisitionists shall be convened in the same manner, as nearly as possible, as that in which meetings are to be convened by the council. Any reasonable expenses incurred by the requisitionists by reason of the failure of the council duly to convene a meeting shall if so determined by the meeting be repaid to the requisitionists by the Association.
- c. The council may, if it thinks fit, from time to time permit any Honorary Member, Associates, Graduates, Students, or other persons or classes of persons to receive notice of, and to attend any General Meeting(s), and such persons may be permitted by the chairman of the meeting to speak there but, such person not a corporate member shall not have the right to vote at any General Meeting.
- d. An Annual General Meeting and a meeting called for the passing of a special resolution shall be convened by 21 clear days notice in writing at the least. Other General Meetings shall be convened by 14 clear days notice in writing at the least. The hour of the meeting, and the general nature of any special business to be transacted thereat, shall be given in manner such hereinafter mentioned to the Auditors of the Association and to such members as are, under the provisions of these presents entitled to receive notices from the

Association, but the accidental omission to give notice of a meeting to, or the non-receipt of such notice by any person entitled to receive the same shall not invalidate any resolution passed or proceedings had at any meeting. Nothing in this shall prevent the council from giving shorter notice in the case of Extraordinary General Meeting if the exigency of the matter arising warrants it. All notices shall be served post through the books of the company.

## **SECTION 23**

### **23.0 PROCEEDING AT GENERAL MEETING**

- a. All business shall be deemed special that is transacted at an Extraordinary General Meeting and that transacted at an Annual General Meeting shall also be deemed special, with the exception of the consideration of the accounts and balance sheet and the Reports of the council and of the Auditors, the election of Honorary Officers and members of the Council and other officers in the place of those retiring and the appointment and fixing of the remuneration of the Auditors.
- b. No business shall be transacted at any general meeting unless a quorum is formed when the meeting proceeds to business. Save as herein otherwise provided the quorum shall be ten corporate members personally present.
- c. If within half an hour from the time appointed for the holding of a general meeting a quorum is not present, the meeting, if convened on 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 time and place or at such other places as the council shall appoint and if at such meeting a quorum is not present within half an hour from the time appointed for holding the meeting the members present shall be a quorum.
- d. With the consent of any meeting at which a quorum is present, the chairman may adjourn a meeting from time to time, and from place to place as the meeting shall determine, whenever a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given in the same manner as of an original meeting save as aforesaid, the members shall not be entitled to

any notice of an adjournment, or of the business to determine to be transacted at an adjournment meeting.

- e. The President of the Association shall preside at all general meetings. In the absence of the President at the meeting, the Deputy President shall chair the meeting, while in the absence of the two above, Vice President decide who among them should chair the general meeting.

## **SECTION 24**

### **24.0 VOTE OF MEMBERS**

- a. At all general meeting a resolution put to votes of the meeting shall be decided on a show of the hands and a declaration by the chairman of the meeting that a resolution has been carried by particular majority, or lost, or not carried by a particular majority, and entry to that effect in the minute book of the association shall be conclusive evidence thereof, without proof of the number or resolution. Nothing in the clause shall prevent the chairman of the meeting or ten members present and entitled to vote demanding a poll.
- b. If a poll be demanded in manner aforesaid, it shall be concluded during the same general meeting.
- c. Whether upon a show of hand or at poll, every corporate member who shall have paid every subscription which shall be due and payable to the association in respect of his membership shall upon verification have one vote.
- d. No poll shall be demanded on the question of adjournment.
- e. In the case of equality of votes, either on a show of hands or at a poll, the chairman of the meeting shall be entitle to a vote or further casting of votes.

## **SECTION 25**

### **25.0 WELFARE**

- a. Bereavement: the spouse/spouses and/or the children of the deceased member shall be entitle to a funeral allowance of twenty thousand naira only, while the NEC shall send delegate or attend the burial ceremonies (if such a person is an up-to-date financial member). In addition, the house shall encourage individual goodwill/donations for the deceased member's family.

- b. Wedding: The NEC shall send delegates/attending the wedding of any financial member on invitation, with a cash donation of fifteen thousand naira only. She shall also encourage individual attendance and goodwill/donation at the wedding.
- c. an Executive Officer of the Association (National/Zonal/Branch/Chapter) shall be entitled to a lump sum of fifty thousand naira only as a result of permanent disability due to accident or lump sum of one hundred thousand naira only to the next of kin in case of death/while on official duty respectively.
- d. Special Honorarium for the Presidents: Any President who served creditably for two consecutive terms shall be allow to take home his official car provided such car was purchase with NATE funds.

## **SECTION 26**

### **26.0 INDEMNITY**

- a. All members of the council or any committee of the Association shall be indemnified by the association from all losses suffered by them in the discharge of their duties on behalf of the association except such has occur through their own respective willful act or negligence.
- b. A member may be entitled to seek legal assistance from the association in the event of prosecution for act done in the course of his professional duties from the protection of his professional rights but not for damages or prosecution arising from his willful negligence.

## **SECTION 27**

### **27.0 AFFILIATION WITH OTHER ORGANIZATIONS**

- a. The association in general meeting shall have the power to accept the offer of affiliation that be made to the association pursuant to the Memorandum of Association. The affiliation is subject to any terms and conditions that may be stipulated at such meeting including the payment of admission fee, subscription and other dues.

- b. Affiliation to the association shall cease in any of the following circumstances:
  - i. On notice, a writing to the secretary by an affiliated organization stating its intention to retire from the association after payment of any subscription dues.
  - ii. At the discretion of the council;
    - a. If the Affiliated Organization shall enter into liquidation or be dissolved, or;
    - b. If the Affiliated Organization fails to pay the annual subscription when required to do so, or;
    - c. If the Affiliated Organization ceases in the opinion of the Council to be a fit and proper organization to continue as an Affiliated Organization.

## **SECTION 28**

### **28.0 DISSOLUTION**

The provision of Section 8 of the Memorandum of the Association in relation to the winding up or dissolution of the Association shall have effect and be observed as if the same were repeated in this presents.