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- 4 JUL 2011
N° 5304

FORM ICH-09
**REQUEST BY A NON-GOVERNMENTAL ORGANIZATION TO BE ACCREDITED TO PROVIDE
ADVISORY SERVICES TO THE COMMITTEE**

1. Name of the organization

Please provide the full official name of the organization, in its original language as well as in French and/or English.

The Cross-Cultural Foundation of Uganda (CCFU)

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 item 8).

Makerere Hill Road, Block 9 - Plot 283
P. O. Box 25517
KAMPALA – Uganda
Tel. +256 (0) 312 294 675
Mob. +256 (0) 752 622 543
Email: ccfu@crossculturalfoundation.or.ug
Website: www.crossculturalfoundation.or.ug

3. Country or countries in which the organization is active

Please identify the country(ies) 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:

Uganda

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

Please state when the organization came into existence.

Formally registered in 24.4.2006 (Registration No.S.5914/6365)

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

In the local Ugandan context where culture is often dismissed as music, dance and drama and of no other relevance to development, the Cross-cultural Foundation of Uganda has deliberately chosen to focus on positive aspects of culture. CCFU is premised on the belief that positive aspects of culture can be harnessed to bring about social and economic transformation. Our mission is, therefore, to promote the recognition of culture as vital for human development that responds to our national identity and diversity.

The Foundation has employed three key objectives to achieve this mission:

1. To stimulate the generation, documentation, analysis and use of culture, with a focus on its contribution to sustainable development and a positive perception of culture.

CCFU identifies, researches and documents experiences that illustrate the value of culture in development work. These cases investigate the significance of cultural resources (such as values, principles, practices, systems, knowledge and skills of cultural resource persons) and their contribution to sustainable development. The Foundation also carries out training and reflection events to stimulate an appreciation of culture by development partners interested in integrating culture in their thinking and practice.

2. To support efforts to address issues of tolerance and managing difference amidst cultural diversity to foster harmonious co-existence.

CCFU promotes pluralism and respect, perceiving each culture as being of equal value and importance and therefore deserving in equal opportunity and consideration in the political, social and economic spheres.

3. To protect, promote and development our tangible and intangible cultural heritage for present and future generations.

Cultural heritage is of intrinsic value to a people's identity. It consists of practices, rituals and other forms of expression, systems and structures that are informed by a people's worldview based on cultural values, principles and beliefs.

Thus, the thrust of CCFU's work is to promote, protect and develop intangible cultural heritage and to trigger discourse on its relevance in present day development.

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

Items 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 check 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 check "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:

Traditional knowledge and practices in respect to development and good governance

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

Please check one or more boxes to indicate the organization's primary safeguarding activities. If its activities involve safeguarding measures not listed here, please check "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:

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 item 8.c. below.

Not to exceed 750 words; do not attach additional information

Recent activities and competence

In November 2010 CCFU launched 4 case studies compiled into one publications: 'Culture in governance: does it work?' with an accompanying DVD. These cases examine the interface between traditional and state governance systems, and highlighting the role of cultural leaders (clans, council of elders) in local governance. The first case focuses on "Protecting rights to land, our most precious resource" by codifying and documenting traditional land tenure principles and practices. The second case focused on "Traditional and modern conflict resolution mechanism" while the third case captured the experiences of a council of elders or "Isaazi" speaking out against corruption, and finally, the fourth case study examined the role of the Alur Chiefdom in managing conflicts in fishing communities. These cases all illustrate the significance of intangible heritage in relation to contemporary development challenges. These cases bring the number of published works by the Foundation to 22, with the others focusing on Language, Gender, HIV/AIDS, Social Protection, Widows' and Orphans' rights, among others).

Under our Promotion of Cultural Heritage programme, CCFU, with support from UNESCO Regional office (Nairobi) has supported 21 community museums and cultural centres throughout the country by mapping the existing initiatives and their needs. Over the past three years, individual community museums have been facilitated to develop and implement plans to improve their museums and received support in the form of technical advice, publicizing and marketing the community museums through the production of publicity materials, showcasing these museums at a national exhibition, and establishing linkages with policy makers, tour agencies, the media, and other stakeholders. These museums exhibit both tangible and intangible heritage through their collections that range from artefacts, tools, literature, to craftsmanship in bark clothe making, traditional salt processing, iron-smith, and art, among others.

Personnel

The Cross-cultural Foundation of Uganda acts as a catalyst to promote an understanding of development, as seen through "cultural lenses" and deliberately chooses to maintain a small staff complement.

1. Ms. Emily Drani, the Executive Director of the Cross-Cultural Foundation of Uganda, (an MPhil. candidate in Development studies, majoring in Cultural Anthropology at the University of Development Studies, Ghana) and holds a Bachelor of Arts degree in Human & Social Sciences (majoring in Public Administration with Communication Facilitation), University of South Africa. Emily has over 12 years professional experience in development work with specific emphasis on public administration, research and cross cultural communication and studies. Her experience includes development programme design and planning, coordination, resource mobilization, and networking at national, regional and international levels. Her work involves overall programme supervision, strategic planning, research, training, documentation, communication, monitoring and evaluation.

2. John De Coninck holds a PhD from Sussex University in UK. He works as a researcher and policy advisor at CCFU. He has over 30 years professional experience,

much of it acquired in Uganda. John has been involved in the development and implementation of a number of initiatives involving Civil Society Organizations in policy development, strategy reviews, participatory planning, monitoring and evaluation, and research on wider civil society issues. He has also been actively involved in a number of research initiatives on poverty reduction policy. His work involves organizational development support, policy formulation and advice, editing, providing methodological support in research and training.

3. Ssekamatte David, currently working as the Cultural heritage Manager at CCFU, holds a Bachelor's degree in Development Studies and is currently pursuing a Master's degree of Arts in Social Sector Planning and Management of Makerere University. He has competence in cultural promotion having been a music and language teacher in Ugandan schools as well as designing cultural festivals and competitions. David has expertise in results based management, monitoring and evaluation, program design and management, training of community groups, programmatic and financial reporting and management, HIV/AIDS programming and Counselling, Program Evaluation and team building.

4 . Mr. Fredrick Nsibambi (MA. Economics & Administration of Cultural Heritage Catania University, Italy; Dip. Museums & Heritage Studies-University of Cape Town, South Africa; B.A. Tourism, Makerere University). Mr. Nsibambi has been providing technical support to cultural heritage projects at CCFU. Fredrick work with the Foundation includes i) Support to Community Museums ii) Coordinating a Coalition for heritage Conservation and Development. He acquired his experience from previous work with a traditional institution in preservation of Kasubi Tombs, a UNESCO heritage site.

The Foundation is not a membership organisation but over the past couple of years, CCFU has coordinated a Support Group with approximately 200 members from civil society, government, the media and academia interested in promoting cultural heritage.

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

Under our Culture in development work, which involves research and documentation, CCFU works closely with partner organisations that are operational in different districts of Uganda. Through a consultative and participatory engagement, discussions on the aspect of intangible heritage to research and document is discussed, and a memorandum of understanding is signed outlining scope of work, roles, responsibility, timeframe, dissemination and ownership of communication outputs. CCFU plays a facilitating role, while the partners determine what information should be documented, which key informants should be interviewed and captured in filming, in case of visual recording. On completion of draft documents, the partner organisations validate information generated in print and film before final communication outputs are produced.

The Community Museums were engaged through a similar process in determining what aspect of their museums they would like to improve and publicize. The initiators had a choice to participate in the specific programme activities for instance some initiators chose not to print individual brochures but opted for sign posting. In establishing linkages and forging strategic partnerships with potential funders and supporters, the initiators of community museums retain full autonomy, ownership and benefits of their museums.

In both cases, the selected partners received a small grant included in the memorandum of understanding, which includes a clause to address dissatisfaction by either partner. Organisations involved in research and documentation were responsible for field research, community consultations and development of draft reports based on their findings, while the community museum initiators had the liberty to develop and implement plans to improve their museums.

8. Documentation of the operational capacities of the organization

The Operational Directives (paragraph 94) 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 into French or English whenever possible if the originals are in another language. Please identify supporting documents clearly with the item (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.

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.

8.c. Duration of existence and activities

If it is not already clearly indicated from the documentation provided for item 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 item 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.

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.

Emily Drania Drani
Executive Director
The Cross-cultural Foundation of Uganda
Makerere Hill Road, Block 9 - Plot 283
P. O. Box 25517
KAMPALA – Uganda
Tel. +256 (0) 312 294 675
Mob. +256 (0) 752 622 543
Email: ccfu@crossculturalfoundation.or.ug
emily@crossculturalfoundation.or.ug

10. Signature

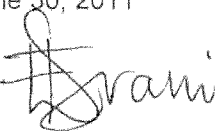
The application must include the name and signature of the person empowered to sign it on behalf of the organization requesting accreditation. Requests without a signature cannot be considered.

Name: Emily Drania Drani

Title: Executive Director

Date: June 30, 2011

Signature:



CCFU Board of Trustees

The Cross-cultural Foundation of Uganda is keen to be accountable, both internally and towards the general public. To ensure this, the Foundation is governed by a Board of Trustees drawn from the civil society and government sectors. The members of our Board play an important role in providing technical advice, organizational development support, linkages to opportunities for learning and funding, as well as references for collaboration at national and international levels. CCFU's annual plans and budgets, and annual audited accounts are vetted by the Board. All our Board members exhibit an appreciation for culture and provide CCFU with the much needed encouragement and moral support.

Article V (2) of our Constitution stipulates that the Board of Trustees shall consist of 7 members, of whom no more than 2 shall be non-Ugandan citizens.

The CCFU Board of Trustees currently are:

Patrick Kiirya, a Cabinet Minister in the Busoga Kingdom, has worked extensively with civil society, specializing in adult literacy. He brings to CCFU, expertise on organizational development and a traditional institution's perspective (Chairperson)

Augustine Omare-Okurut, the Secretary General of the Uganda National Commission of UNESCO, has vast experience in national and international relations / policy framework development on culture which the Foundation benefits from (Treasurer)

Dipak Naker, Co-Director and founder of Raising Voices, has much experience in organisational and institutional development and brings a civil society and international perspective to CCFU's work (Member)

Juliana Naumo Kuruhiira, the Commissioner of the Department of Culture and Family Affairs, Ministry of Gender, Labour and Social Development, brings expertise on national government relations / policy framework development on culture, backed by vast experience from working in the ministries charged with cultural affairs (Member)

Charles Businge, the Director of ActionAid Uganda has worked extensively with civil society at national and international level and brings to CCFU expertise on NGO management and public/donor relations (Member)

Prof. Rev Manuel Muranga, the Principal of the Uganda Christian University, Bishop Barham College, has worked extensively in academia, specializing in languages and brings a cultural and academic perspective to CCFU's work (Member)

Emily Drani, the seventh member of the Board of Trustees is the Executive Director of CCFU, who acts as Board Secretary.



FORM B

THE REPUBLIC OF UGANDA

THE NON-GOVERNMENTAL ORGANISATIONS
REGISTRATION STATUTE, 1989

No. 5864

CERTIFICATE OF REGISTRATION

I HEREBY CERTIFY that THE CROSS CULTURAL FOUNDATION OF UGANDA
S. 5914/6365
P. O. BOX 25517, KAMPALA
has this 14th day May, 2010
been duly registered under the Non-Governmental Organisations Registration Statute, 1989.

This Certificate is subject to the following conditions / directions:-

- a) The Organisation shall carry out its activities in the fields of providing grants to communities, civil society organisations, promote and undertake thematic research on the cultural dimentions of contemporary development issue in Uganda including cultural. Provide consultancy and training services to private and voluntary sectors to bridge cultura differences.
- b) The Organisation will operate Countrywide.
- c) The staffing of the organisation must conform to its Constitution.
- d) This Certificate is renewed for a period of 60 months from 25th April, 2010.

Issued in Kampala, this 14th day of May, 2010.

Mrs. Ketrach Katunguka
Member

Joyce R. Mpanga (Mrs)
Chairman, National Board for
Non-Governmental Organisations

Josephine Wasike Onya (Mrs)
Member

THE REPUBLIC OF UGANDA

THE CONSTITUTION

OF

THE CROSS-CULTURAL FOUNDATION OF UGANDA

Registered this 6th day of February 2006

THE CONSTITUTION OF THE CROSS-CULTURAL FOUNDATION OF UGANDA

PREAMBLE

We the several people whose names, occupations and addresses are mentioned in the schedule of Names of the original members contained at the end of this Constitution;

CONSCIOUS of the fact that our national constitution guarantees freedom of association and of the centrality of culture in our nation's well-being,

IN SYMPATHY WITH our aspirations for culturally-appropriate development, peace and national prosperity,

AWARE that there is a national law to regulate the operations of non-governmental organisations,

AND WHEREAS it is desirable that the Cross-cultural Foundation of Uganda be created with perpetual succession and that its aims be set forth and the power and duties of its Trustees and its Management be defined;

AND WHEREAS it is desirable that the Cross-cultural Foundation of Uganda should be able to collect monies, and own land, and have a personality of its own;

AND WHEREAS it is proper that all funds raised and assets held shall be available for the aforesaid purpose and should be vested in the Board of Trustees and administered by it in terms of the Constitution;

HEREBY FIRMLY resolve to form a non-governmental organisation called "THE CROSS-CULTURAL FOUNDATION OF UGANDA", hereinafter referred to as "the Foundation".

ARTICLE I: NAME AND ADDRESS OF THE FOUNDATION

The Foundation shall be called "THE CROSS-CULTURAL FOUNDATION OF UGANDA."

The Postal address of the Foundation shall be P.O. Box 25517, Kampala and its offices shall be situated at Kampala, Uganda.

ARTICLE II: INTERPRETATION AND DEFINITIONS

In this Constitution, unless inconsistent with the content:

1. "Trustees" of the Foundation shall collectively mean the individuals representing full members selected in terms of this Constitution and their successors and co-opted members as outlined in Articles IV and V.
2. "Management" shall collectively mean those individuals working for the Foundation in some management capacity as defined in their job descriptions.
3. The "Constitution" is this constitution. It is the supreme policy document of the Foundation.
4. "Board of Trustees" shall mean the governing body of the Foundation.

ARTICLE III: AIMS AND OBJECTIVES OF THE FOUNDATION

1. To provide grants to applicants (including individuals, companies, and civil society organisations) seeking to promote different aspects of Uganda's cultural life, diversity and heritage, for people-centred development.
2. To promote and undertake thematic research on the cultural dimensions of contemporary development issues in Uganda, including culturally appropriate approaches to the design, management and evaluation of development initiatives.
3. To promote appropriate legislative and policy frameworks and safeguard local intellectual property rights to affirm the centrality of culture in our nation's well-being.
4. To provide consultancy and training services to civil society and other organisations to bridge cultural differences and to deepen an understanding of the local cultural context and its diversity for both foreign and local peoples.
5. To document and disseminate all the Foundation's activities (including those of the sub-grantees) and to constitute a local information base on the cultural dimensions of development issues in Uganda.
6. To work in close co-operation with National and International civil society organisations, firms, companies, partnerships, government, its agencies and other accredited or genuine bodies to further the aims and objectives of the Foundation, including sharing Uganda's experiences by participating in information exchanges through international networks in the area of culture and development.
7. To hold seminars, print and publish as the Foundation may think desirable for the promotion of its objects.
8. To purchase, take on lease or in exchange, hire, or otherwise acquire any movable and immovable property which may be deemed necessary or convenient for any of the Foundation's purposes, and to sell, exchange, mortgage, change, turn on account, dispose of, otherwise deal with all or any part of the property and rights of the Foundation.
9. To borrow and raise money in such manner as the Foundation may think fit, by personal or written appeals, public meetings, or otherwise, as may from time to time be deemed expedient for the Foundation, by way of donations, annual subscriptions or otherwise.
10. To seek, obtain and/or take any gift of property whether subject to any trust or not, for any of the purposes of the Foundation.
11. To invest any monies of the Foundation not immediately required for any of its objectives, in such a manner as may from time to time be determined.
12. To construct, maintain and alter any houses, buildings or works necessary or convenient for any of the purposes of the Foundation.
13. To undertake and execute any trusts or any agency business which may seem directly or indirectly conducive to any of the objects of the Foundation.
14. To subscribe to any local or other charities as may be required to further the Foundation's aims and objectives.
15. To amalgamate with Companies, Institutions or Societies having objects similar to those of the Foundation.
16. To employ sufficient and qualified staff to perform specific tasks or services offered by the Foundation.
17. To do all such other lawful work as is incidental or may be determined by the Trustees to be conducive to the attainment to the principal objects of the Foundation.

ARTICLE IV: TRUSTEES

1. The list of Trustees contained in the schedule at the end of this Constitution shall constitute the original Trustees of the Foundation.
2. A person becoming a Trustee of the Foundation shall be deemed to have:
 - a. Agreed to abide by the provisions of this Constitution and to take active part in the implementation of its aims and objectives,
 - b. Agreed to implement and abide by the decisions made by the Foundation's governing body;
 - c. The right to vote and to be voted to any office in the Foundation.
3. Trustees shall protect the interests of the Foundation to the best of their abilities; shall endeavour to keep informed on the activities of the Foundation and attend its meetings.
4. Membership of the Foundation does not and shall not give any Trustee any right, title, interest, claim, or demand on or to any of the monies, property, or assets, of the Foundation.
5. Trustees shall at all times disclose any interest whether it be financial, direct or indirect which they may have in any company or juristic persona which may deal with the Foundation, or with any company or other juristic persona owned, operated, or controlled by the Foundation. Provided that such disclosure is in full, and providing the Board approval of the same, a Trustee shall not be disqualified thereafter for possession of such interest or in respect of profit therefrom, provided that where a Trustee has an interest in any matter, s/he shall not be entitled to vote on any decision concerning such matter.
6. Any vacancy resulting from resignation, removal, or any other cause may be filled through election by a majority of the remaining Trustees, even if less than a quorum, at any meeting thereof. Trustees will elect new members with the same ideological commitment and interest in promoting culturally-aware approaches to development and to reflect a cross section of all walks of life, regions and cultures in Uganda.
7. No salaried employee of the Foundation other than the Executive Director shall be eligible to serve as a trustee.
8. A trustee shall serve a three-year term ending at the Board meeting after or at which the trustee completes three full years of service, except that the Executive Director shall be re-elected as trustee so long as he/she continue in office. A trustee who has served a three-year term shall be eligible for re-election for a maximum of two further three-year terms.
9. A trustee may only serve for nine full consecutive years and shall not be eligible for re-election for at least two years after the trustee has ceased to be a trustee.
10. A person shall cease to be a Trustee of this Foundation:
 - a. If s/he gives notice of his/her intention to terminate membership in writing to the chairperson of the Foundation. Such resignation shall take effect at the time specified therein. If any Trustee should tender her/his resignation to take effect at a future time, the Trustees shall have power to elect a successor to take office at such time as the resignation shall become effective.
 - b. If s/he fails to perform the functions of his /her office enjoined to him/her by this constitution arising either due to infirmity of body or mind, or death.
 - c. Upon a finding by at least two-thirds of the Board present at a duly convened meeting that there has been gross impropriety in the conduct of the Trustee which conduct would include, but not be limited to, a failure of disclosure of interest, mismanagement of the Foundation's assets, conduct detrimental to the interest of the Foundation, or the engagement by the Trustee in any trade or pursuit which, in the opinion of the Board, is of such a nature as to bring the name of the Foundation into disrepute.

- d. Upon being convicted of a criminal offence or misdemeanour involving dishonesty, violence, or a crime which in the opinion of the Board may affect adversely the reputation of the Foundation.
 - e. Upon absence from three consecutive meetings of the board, this deemed to be a resignation as trustee, effective as of the date of such third meeting unless the board signifies otherwise by vote of a majority of the duly elected trustees.
11. The Trustees shall receive for their service such compensation as the Board may determine and reimbursement of expenses incurred in the performance of their duties. Nothing herein shall preclude a Trustee from serving the Foundation in any other capacity and receiving compensation for such services.

ARTICLE V: BOARD OF TRUSTEES

1. All Trustees of the Foundation shall constitute its governing body known as the Board of Trustees.
2. The board of trustees of the Foundation shall consist of 7 members, of whom no more than 2 shall be non-Ugandan citizens. It shall consist of:
 - a. A Chairperson and a Treasurer, elected from eligible Board Members, as outlined in Article VIII.
 - b. Four other independent members
 - c. One ex-officio member being the Executive Director, who shall act as the Secretary of the Board, shall be allowed to participate but have no vote, and shall not be eligible for any other Office-bearer post.
3. The Board shall give policy direction to the Foundation and ensure that the objects of this Constitution are achieved. It shall approve, modify or reject operational plans and budgets submitted by staff, and shall direct staff on all matters of policy.
4. The Board shall receive, consider and review financial and operating reports of the Foundation. It shall ensure that adequate books and records of the financial and operational activities of the Foundation are properly maintained.
5. The Board shall open such bank accounts in the name of the Foundation, and operate such accounts by way of deposits and withdrawals as may be necessary for the proper conduct of the financial affairs of the Foundation.
6. Trustees shall ensure all cheques, promissory notes, bills of exchange, and other documents which may be required in connection with any bank accounts opened by the Foundation, or for the financial administration of the Foundation, are signed by a minimum of two out of a maximum of four empowered signatories on behalf of the Foundation by such persons as may from time to time be appointed under resolution of the Board.
7. Trustees shall cause to be circulated to all Members of the Board copies of the minutes and resolutions or recommendations of the Board.
8. Trustees shall select and appoint an Executive Director to carry out activities to achieve the objects of this Constitution and shall ensure that s/he report regularly to the Board on the operational and financial activities of the Foundation. Trustees may dismiss the Executive Director in accordance with performance and other standards it shall determine.
9. The Board shall act as arbitrator in management disputes after mediation has failed.
10. To ensure adherence by trustees and staff to the highest ethical standards in all matters affecting the Foundation's administration and operations, the board shall from time to time adopt a conflict of interest policy. This policy shall be designed to identify conflicts of interest and shall require full disclosure by the individual involved of any conflict or potential conflict.

11. The Board shall have the power to entrust or confer upon executive personnel from time to time, such of the powers and authorities vested in them as they may deem fit, and may confer such powers or authorities for such time and to be exercised for such aims and purposes and upon such terms and conditions and with such restrictions as they may think expedient; and they may confer such powers and authorities either collaterally or to the exclusion and substitution for, all or any of the powers of the Board and may from time to time revoke or vary all or any such powers and authorities.
12. The Board shall act as a lobby group to achieve the objects of the Foundation; it may solicit and/or generate funds to ensure the financial sustainability of the Foundation and may organise campaigns, educational programmes or competitions, issue press releases, and take other steps to promote public awareness of the Foundation, its aims, and activities.
13. The Board may institute, conduct, defend, compound, or abandon any legal proceedings by or against the Foundation or its staff, or otherwise concerning the affairs of the Foundation; to compound and allow time for payment or satisfaction of any debts due to the Foundation, and of any claims or demands by or against the Foundation.
14. The Board may accept for the Foundation, any gift or otherwise acquire and hold, any funds or property whatsoever whether movable or immovable, and whether or not subject to any special trust for one or more of the aims of the Foundation; it may invest the funds of the Foundation from time to time in such investments or assets or other securities bearing in mind the desirability of adhering to the principles of ethical investment.
15. The Board may borrow by way of overdraft or loan, and utilise the Foundation assets as security for such loans and may perform any acts, make any such payments, and enter into any other such arrangements as may be required to benefit the aims of the Foundation.

ARTICLE VI: MEETINGS OF THE BOARD

1. Meetings of the Board of Trustees shall be held at such time and place as the Trustees shall appoint.
2. The Foundation shall in each year hold a meeting as its Annual General Meeting, in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it; and not more than fifteen months shall elapse between the date of one annual general meeting of the Foundation and that of the next. The business of the Annual General Meeting shall be:
 - a. To read and confirm the minutes of the previous Annual General Meeting, and of any Special General Meeting held during the interim;
 - b. To receive and adopt the report of the Chairperson of the Board for the intervening period;
 - c. To review and adopt a statement of the financial position of the Foundation, including audited financial statements and audited balance sheets for the interim period; this statement shall be filed with the minutes of the annual meeting.
 - d. To consider and vote upon any alternation or addition to the Constitution of which due notice has been given as stated in Article XIII.
 - e. To approve the budget and plans of action for the next year
 - f. To transact such other business as presented by the Board and Management.
 - g. To elect Office-bearers for the Board as outlined in Article VIII.
3. There may be such other regular meetings of the Board of Trustees as may be scheduled by the Board of Trustees. Special meetings of the Board of Trustees may be called at any time by the Secretary or the Chairperson, or not less than one-third of the Trustees.

4. Board meetings will also review and, where necessary, amend the management and governance policies of the Foundation, decide on compensation and benefits for members of the staff and on compensation for Trustees; and be responsible for such other matters as the Board of Trustees may from time to time determine.
5. The Board shall be responsible for identifying and selecting candidates for Board membership; and for such other membership matters as the Board of Trustees may from time to time determine.
6. The Trustees may, whenever they think fit, convene an extraordinary general meeting, to discuss urgent and serious matters that may have unexpectedly arisen.
7. Notice of all meetings shall be given at least ten days prior to the date thereof. Notice in each case shall specify the place, day and hour of the meeting, and in the case of a special meeting, the purpose or purposes thereof, provided that this constitution may be neither amended nor repealed at any meeting unless the notice of such meeting shall contain a description of the proposed changes. Notice shall be given by the Secretary, or in his/her absence or upon his failure to act, by an officer designated by the Chairperson of the Board.
8. A meeting of the Foundation 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 by all the members entitled to attend and vote thereat.
9. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by any person entitled to receive notice shall not invalidate the proceedings of that meeting.
10. A notice shall be unnecessary if waived in writing or if the individual attends the meeting without protesting before the meeting or at its beginning the lack of notice.
11. The transactions taken at any meeting, however called and noticed and wherever and whenever held, shall be as valid as though taken at a meeting duly held in accordance with the other provisions of this Constitution, if a quorum be present.
12. At each meeting of the Board of Trustees, the Chairperson of the Board shall preside. In his absence, the Trustees shall appoint one of their own number to preside. The Secretary of the Foundation, or in his/her absence, a person appointed by the chairperson of the meeting, shall act as secretary.
13. A majority of the members of the Board of Trustees then in office shall constitute a quorum for the transaction of business at any meeting and, except as otherwise provided by this constitution or by law, all matters shall be decided by a majority vote of the trustees present. In the absence of a quorum at the time and place set for a meeting of the board, the trustees present may adjourn the meeting from time to time until a quorum is present.
14. Decision-making, wherever possible, shall be by discussion and resolution rather than by vote. Should, in the judgement of the Chairperson, consensus proves elusive, the Chairperson may direct that a decision be put to a vote. Each Trustee at a meeting is entitled to one vote and no proxies may be exercised. In the case of an equality of votes on any issue at any meeting, the chairperson of the meeting at which the poll is held, shall be entitled to a second or casting vote.
15. Any action required or permitted to be taken by the board may be taken without a meeting, if the majority of the trustees consent in writing to the adoption of a resolution authorizing the action, providing that all Board Members have been informed in writing or electronic mail of the proposed action. The resolution and the written consents thereto shall be filed with the minutes of the board.
16. A member of the Board of Trustees may participate in a meeting by means of conference telephone or similar communications equipment by means of which all persons

participating in the meeting can hear each other, and such participation in a meeting shall constitute presence in person at such meeting.

17. During the consideration of a proposed grant or appropriation by the Board of Trustees or a committee thereof, any Trustee who is an officer, director, trustee, member or employee of the prospective beneficiary shall withdraw from the meeting when the vote is taken, but his withdrawal shall not be deemed to affect the existence of a quorum.

ARTICLE VII: BOARD COMMITTEES

1. There shall be the following standing committees, each of which shall have the authority delegated to it by this constitution or the board: Programme Committee and Finance Committee, which committees shall possess and exercise such authority in the management of the business of the Foundation between meetings of the Board as the Board shall determine and set forth in a resolution or resolutions.
2. The Board of Trustees may from time to time appoint such other standing or special committees as it may deem desirable, and shall provide for their powers and duties.
3. Each member of a standing committee shall be appointed by the Board of Trustees to serve at the pleasure of the Board, for the term specified by the board. A committee chair shall be eligible for re-election. A vacancy in any committee may be filled by the board at any meeting. Trustees who are not members of the Programme Committee may attend meetings of the Committee but shall have no vote.
4. Each committee shall to the extent not otherwise determined by the Board of Trustees or provided in this Constitution determine its own rules, and shall submit to the Board of Trustees at each meeting thereof a report of the actions, if any, which such committee may have taken since the previous meeting of the Board of Trustees, which actions shall be subject to revision or alteration by the Board of Trustees, provided, however, that no rights of third parties shall be affected adversely by any such revision or alteration.
5. Except as otherwise provided in this constitution (a) meetings of each committee shall be held on the call of the board chair, the committee chair or a majority of its members, and (b) a majority of the committee members present in person shall constitute a quorum and action shall be taken by a majority vote of those present. If a committee chair is not designated by this constitution or the board, the board chair shall designate such committee chair. In the absence of the chair, a member of the committee designated by the committee members present shall preside at meetings of the committee.
6. No committee shall have authority to: (a) fill vacancies in the board or in any committee; (b) fix compensation of the trustees for serving on the board or on any committee; (c) amend or repeal this Constitution; or (d) amend or repeal any resolution of the board which by its terms shall not be so amendable or repealable.
7. Any one or more members of a committee may participate in a meeting of the committee by means of conference telephone or other communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall be deemed presence in person at the meeting.
8. Any action required or permitted to be taken by any committee may be taken without a meeting, if all the members of the committee consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the members of such committee shall be filed with the minutes of the committee.
9. Programme committee. The Board shall designate a programme committee, which shall consist of the board chairperson, who shall be the chairperson of the said Committee, the chair of the finance committee, at least two other members (who may be trustees) and the

Executive Director as non-voting Secretary. The Programme Committee shall, approve sub-grants, except that the Programme Committee shall not have authority as per Clause 6 above or perform any function of the Finance committee.

10. Finance Committee The board shall also designate a finance committee, which shall consist of the Treasurer, who shall be the chairperson of the said Committee, and at least two members (who may be trustees), and the Executive Director as non-voting Secretary. The Finance committee shall be responsible for the formulation and supervision of the investment policies of the Foundation, subject to the approval of the Board of Trustees, and for such other fiscal matters as the Board of Trustees may from time to time determine, and for reviewing and recommending with respect to such matters affecting the corporation's budgets, expenditures and income and the compensation and benefits of officers and staff, as may be assigned to it by the board. The Finance Committee shall assist the Board of Trustees in fulfilling its oversight responsibility with respect to the audit policies and system of internal controls of the Foundation; appoint and manage the outside auditor engagement; review the annual financial statements of the corporation; set the officers' compensation; and be responsible for such other matters as the Board of Trustees may from time to time determine, except that the Finance Committee shall not have authority as per Clause 6 above or perform any function of the Programme committee. The committee shall review regularly the status and adequacy of the corporation's financial safeguards and internal controls, including its administrative and programme management and effectiveness systems, and may examine and consider such other matters relating to the audit of the accounts of the corporation and the corporation's financial affairs as the committee may determine to be desirable.

ARTICLE VIII: OFFICERS OF THE FOUNDATION

1. The officers of the corporation shall be a Board Chairperson, a Treasurer and a Secretary (who shall be or become trustees of the Foundation). The Board of Trustees may appoint other officers or agents, each of whom shall hold office for such period, have such powers and perform such duties as may be provided by this constitution or as the Board of Trustees may determine. No officer shall hold office after the end of the month in which he shall have attained the age of seventy years. No officer may occupy two or more offices at the same time. No officer shall execute, acknowledge or verify any instrument in more than one capacity.
2. The Chairperson of the Board shall be chosen by the Board of Trustees, at the Annual General Meeting, for a term beginning on the date designated at the time of her/his selection and terminating at the conclusion of the last annual or regular meeting of the Board of Trustees in the third year of such term and until the election and qualification of his successor. The board chair may be reelected for a one additional term. All other officers shall be elected/appointed for a term to be determined by the Board and hold office at the pleasure of the board.
3. Notwithstanding any provision hereof to the contrary, the Chairman of the Board's term as Trustee shall to the extent necessary be extended to the date of expiration of his term as Chairman of the Board.
4. Any officer may be removed by the Board of Trustees at any meeting thereof.
5. Any officer may resign by giving written notice to the Board of Trustees, or to the Secretary. Such resignation shall take effect at the time specified therein and acceptance shall not be necessary to make it effective.

6. A vacancy in any office because of resignation, removal, or any other cause, may be filled for a fresh term of that office by the Board of Trustees.
7. The Chairperson of the Board shall preside at all meetings of the Board of Trustees and shall perform such other duties as the Board of Trustees may from time to time determine. In the absence of the board chair the trustees present shall appoint one of their own number to preside.. The Chairperson shall ensure meetings of the Foundation and Executive are called and see that all decision of the Board are implemented; liaise with the Foundation's management to ensure the smooth running of the Foundation's affairs; and may carry out any other duties as the Foundation may decide. The Chairperson shall be a signatory to the Foundation's account(s).
8. The Treasurer shall be subject to the direction of, and shall have such other duties as may from time to time be assigned to him by the Board of Trustees or its committees. The Treasurer shall chair the Finance Committee and, with the help of the Foundation' s Staff, ensure that expenditure and income are within limits of the budget approved by the Board in compliance with standard financial procedure; supervise the collection and receipt of funds, grants and loans and ensure that these are properly accounted for; supervise the disbursement of Foundation funds and other assets; and ensure that proper books of accounts are kept and audited annually. The Treasurer shall give regular financial reports to meetings of the Board and present financial audited reports to the AGM of the Foundation.
9. The Secretary shall be the chief executive officer, or Executive Director, of the Foundation and as such shall effect policy and exercise general supervision of all operations and personnel of the Foundation, subject to the direction or approval of the Board of Trustees or its Committees.
10. The Secretary shall be a member *ex officio*, without the right to vote, of the Board and all its committees. The Executive Director shall record or cause to be recorded in books provided for the purpose, all the proceedings of the meetings of the Foundation, including those of the Board of Trustees, and all committees; shall see that all notices are duly given in accordance with the provisions of this Constitution and as required by law; shall be custodian of the records and of the seal of the Foundation and see that the seal is affixed to all documents the execution of which on behalf of the Foundation under its seal is duly authorized in accordance with the provisions of this constitution; shall see that the books, reports, statements, certificates, and all other documents and records required by law are properly kept and filed; and in general, shall perform all duties incident to the office of Secretary and such other duties as may from time to time be assigned to him by the Board of Trustees or its committees. The Secretary shall at all times keep the Board informed; be a signatory to the Foundation's account(s); s/he shall publicise the activities of the Foundation, and raise funds for the implementation of the foundation activities.
11. In the absence or disability of the secretary, another officer designated by the board shall have the powers and duties of the Secretary.
12. The Executive Director's compensation shall be set by the board of trustees. The compensation of all other salaried officers shall be determined in accordance with procedures approved by the finance committee.

ARTICLE IX: FUNDING

The funds of the Foundation will be raised as follows:

- a. From donations and grants from both national and international non-governmental bodies, charitable organisations and individuals, and other credit and financial

- institutions to cover for sub-grants, running and equipment costs, staff training and continued research and other activities.
- b. From interest and other income accruing from the Foundation's property and other assets.
 - c. From Professional fees levied for consultancy work to cover other running costs:

ARTICLE X: ACCOUNTS, FINANCIAL MANAGEMENT AND AUDIT

1. The Board shall cause proper books of accounts to be kept in accordance with generally accepted accounting procedures. Proper books shall not be deemed to be kept if there are not kept in such books of accounts what are necessary to give a true and fair view of the state of the Foundation's affairs and to explain its transactions.
2. The Books of accounts shall be kept at the Head Office of the Foundation, or at such place or places as the Board deem fit, and shall always be open to inspection by any Board Member and by any other person or persons delegated from time to time by the Board.
3. The Foundation shall open and operate one or several bank accounts, as required for its efficient activities, upon the assent of its Finance committee.
4. The Executive Director and three other member of the Foundation shall all be signatories to the bank Account(s). Any two of the above can competently sign any cheques, Promissory Notes, Bills of Exchange and all Negotiable Instruments drawn and relating to the Foundation's account(s) for and on behalf of all the Trustees. (check with above)
5. An independent firm of Auditors shall be appointed to Audit the books of the Foundation once in a year to give room for taking corrective and remedial measures where faults are discovered.
6. The Financial Year of the Foundation shall end on 31st December and balance sheets shall be drawn annually on that date.
7. The income and assets of The Foundation, whencesoever derived, shall be applied solely towards the promotion of the aims of the Foundation, and no portion thereof shall be paid or transferred directly or indirectly by way of payment, bonus, dividend, or otherwise howsoever the Members of the Foundation or the Board provide that nothing herein shall prevent the payment of the reasonable and proper remuneration of the Executive Director and any staff in return for services rendered in good faith to the Foundation nor prevent the payment of reasonable expenses incurred by any staff, or trustee incurred on behalf of The Foundation.
8. Deposits. All funds of the Foundation not otherwise employed shall be deposited from time to time to the credit of the Foundation in such banks, trust companies or other depositories as may be designated from time to time by the Board of Trustees or a committee of the Board of Trustees to which it may delegate such power, or any officer or officers, employee or employees, or agent or agents of the Foundation to whom such power may be delegated by the Board of Trustees or by such committee, and for the purpose of such deposit, all checks, drafts, and other orders for the payment of money which are payable to the order of the Foundation, may be endorsed, assigned and delivered by any officer of the Foundation or in such other manner as may from time to time be determined by resolution of the Board of Trustees or of such committee.

ARTICLE XI: ARBITRATION AND LITIGATION

If and whenever any dispute arise between or amongst the members regarding and during the execution of duties under this constitution, such disputes shall be referred to a team of two

Arbitrators for resolution and the arbitrators shall be accredited and reputable persons appointed by the Board of the Foundation whenever the need arise, but where the Arbitrators fail to resolve the dispute and in the case of disputes involving third partners, the matter shall be referred to a Court of competent jurisdiction for determination.

ARTICLE XII: LIMITATION OF LIABILITY

1. No Board Member or Staff shall be liable for the acts, receipts, neglects or defaults of any other Board Members or Staff or Member or Servant of The Foundation, or for joining in any receipt or other act for conformity or for any loss or expense happening to the Foundation through the insufficiency or deficiency of the title to any property acquired by order of the Board for or on behalf of The Foundation, or for the insufficiency or deficiency of any security in or upon which any of the monies of the Foundation shall be invested or for loss or damage arising from the insolvency or for the tortious act of any person with whom any monies, securities or effects shall be deposited, or for the loss or damage occasioned by any error of judgement or oversight on his/her part or for any other loss, damage or misfortune whatsoever which shall happen in the execution in good faith of the duties of his /her office or in relation thereto, unless the same happen through his / her own fraud, dishonesty or gross negligence, for which the Board Member(s) and / or staff will be held responsible.
2. No Board Member shall be obliged to give security to any person whatsoever for the due administration by them of The Foundation.
3. Every Board Member shall be indemnified by the Foundation against, and it shall be the duty of the Board out of any funds of the Foundation to pay, all costs, losses, and expenses which any Board Members may incur or become liable to by reason of any contract entered into or, deed done by him / her in any way in the discharge in good faith of his / her duties as a Board Member of The Foundation. The Foundation shall have power to indemnify its employees and agents to the fullest extent permitted by law.

ARTICLE XIII: AMENDMENT OF CONSTITUTION

Provided that written notice of the text of proposed amendments has been sent to every trustee at least ten days in advance of the date of meeting, at any duly held meeting of the Board of Trustees, any provision of this constitution may be amended or repealed and new provisions may be adopted by a majority vote of all Trustees, except that a change in the number of trustees shall require the vote of a majority of the entire authorised number of trustees.

ARTICLE XIV: DISSOLUTION

1. Before any decision to dissolve the Foundation can be made, at least a two-thirds majority of quorum of Trustees must agree on such dissolution at a duly constituted General Meeting or Special General Meeting.
2. In the event of the liquidation, dissolution or winding up of the Foundation (whether voluntary, involuntary or by operation of law), the Foundation's property or assets shall not be conveyed or distributed to any trustee, officer, or employee or person connected with, the Foundation, or any other private individual, nor to any organisation created or operated for profit; but, after deducting all necessary expenses of liquidation, dissolution or winding up, as the case may be, all the remaining property and assets of the corporation shall be distributed only to such other organisations as the trustees of the Foundation shall in their discretion determine,

provided that the aims of these organisations shall be to enhance in some manner the furtherance of the Foundation.

ARTICLE XV: MISCELLANEOUS

1. The corporate seal of the Foundation shall be in the form of a circle and shall have inscribed thereon: "Cross-cultural Foundation of Uganda".
2. Unless authorized so to do by the Board of Trustees, or its committees, no officer or agent or employee shall have any power or authority to bind the Foundation by any contract or engagement, or to pledge its credit, or to render it liable pecuniarily for any purpose or in any amount.
3. No officer, member, or employee of this corporation shall receive or be lawfully entitled to receive any pecuniary profit from the operations thereof except reasonable compensation for services in effecting one or more of its purposes, or as a proper beneficiary of its strictly charitable purposes.

We the several persons whose names, Postal Addresses and occupations are hereto subscribed in the following schedule are the desirous of being formed into a Foundation known as "THE CROSS-CULTURAL FOUNDATION OF UGANDA" and we have agreed to abide by the provisions of its constitution set herein above.

Signed by the following Trustees:

Name	Address	Occupation
1. <i>MUSIRAH KATJUKA</i>	<i>P.O. Box 7481 LCA</i>	<i>CHAIRPERSON</i>
2. <i>REMINDI DRAMI</i>	<i>P.O. Box 25517, KJA</i>	<i>DIRECTOR</i>

Dated : *6 Feb 2006*

WITNESS TO THE ABOVE SIGNATURES:

FULL NAMES: *Jean DE CONINCK*

OCCUPATION: *ECONOMIST*

ADDRESS : *Box 2487
Kampala*

SIGNATURE : 