



**REST PHILANTHROPY
CONSTITUTION**

HISTORY

The founder of Rest Philanthropy, Miss Jennifer Adomah had an inspiration from the Lord to start a foundation to help the less privileged, but she didn't take it into much consideration because she didn't have much money. The inspiration became very stronger as the day goes by so finally, she became motivated that you don't need much to show love to humanity, a little act of love is enough. She begun to think about it and shared the idea to the Co-Founder of Rest Philanthropy, Mr. Ackah Elijah Kobina of which he encouraged her to start the foundation. Why the name Rest? It was being inspired from the scripture 2 Samuel 7:1 when the Lord gave King David rest on every side. So, they decided to give rest to those who are restless and hope to the despairing heart by the grace of God. Initially, the name was Rest Charity Foundation but they wanted to stand out so the name was later changed to REST PHILANTHROPY. They spoke to people about the vision and they had most people supporting the vision and it was made known to the public on the 30th of June, 2022. The PHILANTHROPY was certified under the Registrar's General Department Ghana on the 25th of September, 2022. It was officially launched at Living Springs International Worship Centre, Assemblies of God by Pastor Joshua Kere on the 2nd October, 2022.

CHAPTER 1

1. SUPREMACY AND ADOPTION OF THE CONSTITUTION

The association and its property will be administered and managed in accordance with the provisions in Parts 1 and 2 of this constitution. These constitution meets the provisions of the Act on Charitable Organizations with specific reference to Section 97 of Income Tax,2015(Act 896).

2. THE NAME

The name of this philanthropy shall be known as Rest Philanthropy.

3. THE VISION

Rest Philanthropy seeks to bring rest to the restless and hope to the despairing heart.

4. THE MISSION STATEMENT

To improve the quality of the environment and the quality of lives for the less privileged in education, health and nutrition, the homeless and the financially handicapped through fundraising initiatives and volunteered support and transform our communities by improving these lives.

5. PURPOSE OF REST PHILANTHROPY

(1) Advancement in healthy food consumption.

- (a) To provide Healthy foods for nursing mothers and their babies, street beggars and people that struggle to have healthy meals.

(2) Advancement in social care.

- (a) To provide health devices for the disabled and also make necessary donations to orphanage.

- (b) To provide shelter for the homeless and make donations to prisons and center for the aged to achieve goal three (3) of sustainable development goals

(3) Improvement in Healthcare.

- (a) To aid in the payment hospital bills for those who need intensive care and providing access to affordable vaccines and medicine.
- (b) To provide quality education on menstrual health and teenage pregnancy.

(4) Improvement in Quality Education for all.

- (a) To provide rural schools with teaching and learning materials to help in the learning process.
- (b) Organize mentorship sessions for especially school age children to help them in the career choice, health, etc.

(5) Give back to the environment.

To engage in environmental sustainability activities like cleaning, planting trees and so many others.

6. TARGET

Less privileged and the Environment.

7. SLOGAN

Giving REST to the RESTLESS.

8. CORE VALUES

- (a) Consistency
- (b) Humanity
- (c) Teamwork

- (d) Passion
- (e) Impact
- (f) Integrity
- (g) Sustainability

9. COLOURS

- (a) Blue
- (b) White

10. APPLICATION OF INCOME AND PROPERTY

- (1) The income and property of Rest Philanthropy shall be applied solely towards the promotion of the vision of Rest Philanthropy.
 - (a) A charity executive is entitled to be reimbursed from the income of Rest Philanthropy or may pay out of such property reasonable expenses properly incurred by him or her when acting on behalf of the charity.
- (2) None of the income or property of Rest Philanthropy may be paid or transferred directly or indirectly by way of dividend bonus or otherwise by way of profit to any member of the charity. This does not prevent a member who is not also a trustee from receiving:
 - (a) a benefit from the charity in the capacity of a beneficiary of the charity;
 - (b) reasonable and proper remuneration for any goods or services supplied to the charity.

11. PROHIBITIONS

Rest Philanthropy shall not by any means:

- (a) engage in any political activity, supporting a political party or use the platform to engage in party politics
- (b) engage in any function other than those that the Rest Philanthropy is established to operate;
- (c) confer a private benefit on any person other than a benefit that is in pursuit of a function for which Rest philanthropy is established.

12. DISSOLUTION

- (1) If the members resolve to dissolve Rest Philanthropy the executives will remain in office as Rest executives and be responsible for winding up the affairs of the charity in accordance with this clause.
- (2) The executives must collect in all the assets of the charity and must pay or make provision for all the liabilities of the charity.
- (3) The executives must apply any remaining property or money:
 - (a) directly for the objects;
 - (b) by transfer to any charity or charities for purposes the same as or similar to the vision of Rest Philanthropy;
 - (c) in such other manner as the Ghana Revenue Authority(GRA) may approve in writing in advance.
- (4) The members may pass a resolution before or at the same time as the resolution to dissolve the charity specifying the manner in which the executives are to apply the remaining property or assets of Rest Philanthropy and the executives must comply with the resolution if it is consistent with paragraphs (a) - (c) inclusive in sub-clause (3) above.

- (5) In no circumstances shall the net assets of Rest Philanthropy be paid to or distributed among the members of the charity (except to a member that is itself a charity).
- (6) The executives must notify the Registrar-Generals Department promptly that the charity has been dissolved. If the executives are obliged to send the charity's accounts to GRA for the accounting period which ended before its dissolution, they must send GRA Rest's final accounts.

13. AMENDMENT OF CONSTITUTION

- (1) Rest Philanthropy may amend any provision contained in **Chapter 1** of this constitution provided that:
 - (a) no amendment may be made that would have the effect of making the Rest Philanthropy cease to be a charity at law;
 - (b) no amendment may be made to alter the vision and mission of Rest Philanthropy if the change would undermine or work against the previous vision and mission of the philanthropy;
 - (c) any resolution to amend a provision of Part 1 of this constitution is passed by not less than two thirds of the members present and voting at a general meeting.
- (2) Any provision contained in **Chapter 2** of this constitution may be amended, provided that any such amendment is made by resolution passed by a simple majority of the members present and voting at a general meeting.
- (3) A copy of any resolution amending this constitution shall be sent to the Registrar-Generals Department within twenty-one days of it being passed.

CHAPTER 2

14. MEMBERSHIP

- (1) Membership is open to individuals over eighteen or organizations who are approved by Rest Executives.
- (2) (a) The Rest Executives may only refuse an application for membership if, acting reasonably and properly, they consider it to be in the best interests of Rest Philanthropy to refuse the application.
(b) Membership is not transferrable to anyone else.
(c) Rest Executives must keep data of all the members at all times.

15. TERMINATION OF MEMBERSHIP

Membership is terminated if:

- (1) the member dies or, if it is an organization, ceases to exist;
- (2) the member resigns by written notice to the charity unless, after the resignation, there will be less than two members.
- (3) the member is removed from membership by a resolution of the board of Rest Executives that is in the best interests of Rest Philanthropy that his or her membership is terminated.

16. GENERAL AND EXECUTIVE MEETINGS

- (1) The charity must hold a general meeting within twelve months of the date of the adoption of this constitution.
- (2) An annual general meeting must be held in each subsequent year and not more than fifteen months may elapse between successive annual general meetings.
- (3) All general meetings other than annual general meetings shall be called special general meetings.
- (4) The Board of Rest Executives shall hold executive meetings every two weeks.

- (5) If Executives have a conflict of interest they must declare it and leave the meeting while this matter is being discussed or decided.
- (6) The Board of Executives may make reasonable additional rules to help run Rest Philanthropy. These rules must not conflict with this constitution or the law.

17. NOTICE

- (1) The minimum period of notice required to hold any general meeting of the charity is fourteen clear days from the date on which the notice is deemed to have been given.
- (2) A general meeting may be called by shorter notice, if it is so agreed by all the members entitled to attend and vote.
- (3) The notice must specify the date, time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an annual general meeting, the notice must say so.
- (4) The notice must be given to all the members and to the Board of Rest Executives.

18. QUORUM

- (1) No business shall be transacted at any general or special meeting unless a quorum is present.
- (2) A quorum is:
 - (a) one half of the board of Rest Executives entitled to vote upon the business to be conducted at an executive meeting; or
 - (b) one tenth of the total membership in case of general meetings.
- (3) The authorized representative of a member organization shall be counted in the quorum.

(4) If:

(a) a quorum is not present within half an hour from the time appointed for the meeting; or

(b) during a meeting a quorum ceases to be present, the meeting shall be adjourned to such time and place as the Rest Executives shall determine.

(5) The Board of rest Executives must re-convene the meeting and must give at least seven clear days' notice of the re-convened meeting stating the date time and place of the meeting.

(6) If no quorum is present at the re-convened meeting within fifteen minutes of the time specified for the start of the meeting the members present at that time shall constitute the quorum for that meeting.

19. CHAIR

The President is the elected chair of all meetings of Rest Philanthropy

(1) General meetings shall be chaired by the person who has been elected as Chair.

(2) If there is no such person or he or she is not present within fifteen minutes of the time appointed for the meeting an executive nominated by the Board of Rest Executives shall chair the meeting.

(3) If there is only one executive present and willing to act, he or she shall chair the meeting.

(4) If no executive is present and willing to chair the meeting within fifteen minutes after the time appointed for holding it, the members present and entitled to vote must choose one of their number to chair the meeting.

20. ADJOURNMENTS

- (1) The members present at a meeting may resolve that the meeting shall be adjourned.
- (2) The person who is chairing the meeting must decide the date time and place at which meeting is to be re-convened unless those details are specified in the resolution.
- (3) No business shall be conducted at an adjourned meeting unless it could properly have been conducted at the meeting had the adjournment not taken place.
- (4) If a meeting is adjourned by a resolution of the members for more than seven days, at least seven clear days' notice shall be given of the re-convened meeting stating the date time and place of the meeting.

21. VOTES

Each member shall have one vote but if there is an equality of votes the person who is chairing the meeting shall have a casting vote in addition to any other vote he or she may have.

22. REPRESENTATIVES OF OTHER BODIES

- (1) Any organization that is a member of the charity may nominate any person to act as its representative at any meeting of the charity.
- (2) The organization must give written notice to Rest Philanthropy of the name of its representative. The nominee shall not be entitled to represent the organization at any meeting unless the notice has been received by the charity. The nominee may continue to represent the organization until written notice to the contrary is received by Rest Philanthropy.

23. BOARD OF EXECUTIVES

- (1) Rest Philanthropy shall be managed and administered by an executive committee comprising the founders and other members appointed in accordance with this constitution. The officers and

other members of the committee shall be the trustees of the Charity and in this constitution are together called 'executives'.

- (2) Rest Philanthropy Board of Executives constitutes:
 - (a) The President,
 - (b) The Vice President,
 - (c) The Secretary
 - (d) The Ambassador
 - (e) Financial Secretary
 - (f) The Organizer
 - (g) The Transport Head
 - (h) The PRO
 - (i) The Media Head
 - (j) The Rest Chaplain
 - (k) The Project Manager
 - (l) The Sponsorship Director
 - (m) Women's Commissioner
- (3) An executive must be a member of the charity or the nominated representative of an organization that is a member of Rest Philanthropy.
- (4) No one may be appointed an executive if he or she would be disqualified from acting under the provisions of clause 28.

- (5) The number of executives shall be not less than three but (unless otherwise determined by a resolution of the charity in general meeting) shall not be subject to any maximum.
- (6) The first executives (including founders) shall be those persons elected as executive at the meeting at which this constitution is adopted.
- (7) An executive may not appoint anyone to act on his or her behalf at Executive meetings.

24. POWERS OF EXECUTIVES

- (1) The executives must manage the business of Rest Philanthropy and in order to carry out the charitable purposes, the executives have the power:
 - (a) to raise funds, receive grants and donations
 - (b) to apply funds to carry out the work/projects of Rest Philanthropy
 - (c) to co-operate with other charities, voluntary bodies and statutory authorities and to exchange information and advice with them;
 - (d) to engage all communications put on all social media platforms.
 - (e) to acquire, merge with or enter into any partnership or joint venture arrangement with any other charity formed for any of the objects;
 - (f) to obtain and pay for such goods and services as are necessary for carrying out the work of the charity;
 - (g) to do anything which is lawful and necessary to achieve the purposes of Rest Philanthropy.

- (2) Any meeting of trustees at which a quorum is present at the time the relevant decision is made may exercise all the powers exercisable by Rest Executives.

25. APPOINTMENT OF EXECUTIVES.

- (1) Before an executive is appointed, an online form is distributed to scout those interested in the respective portfolios. The form will be opened to the members for a month. In the case where no one fills it, the days of the online form will be extended to a week. The names submitted will be gathered and the founders of the philanthropy will vet them afterward.

- (2) **QUALIFICATIONS OF NOMINEE**

The person should:

- (a) Be a member and deliver the duties of a member in Clause 27
- (b) Have spent at least 3 months in the philanthropy.
- (d) Not be associated with any philanthropy.

26. DUTIES OF EXECUTIVES

- (1) **The President**

- (a) Shall call and preside over all the Rest Philanthropy's meetings.
- (b) Shall ensure that every executive carries out their duties and responsibilities.
- (c) Shall outline the Philanthropy's yearly projects and work towards it.
- (d) Shall obtain the financial secretary monthly financial report.

(2) **The Vice President**

- (a) Shall support the President and makes sure he or she executes his or her duties
- (b) Shall take the stead of the President when he's not around and leads the group
- (c) Shall carry out whatever additional tasks the President has given him or her.
- (d) Shall be in charge of organizing the work being done throughout the Philanthropy's existence.

(3) **The General Secretary & Deputy**

- (a) Shall be in charge of getting to know each member of Rest Philanthropy and also have details of each.
- (b) Shall take down minutes at executive meetings.
- (c) Shall write all official letters and oversee all writing produced by the Rest Philanthropy.
- (d) Shall be in charge of all announcements of Rest Philanthropy.
- (e) Shall keep all records of the Philanthropy.
- (f) Shall perform any other duty assigned by the President.

(4) **The Financial Secretary**

- (a) Shall keep proper records of all financial transactions of the Philanthropy.
- (b) Shall balance off account at the end of the month and submit a copy to the President.
- (c) Shall work with sponsorship director to make sure the Philanthropy is receiving funds.
- (d) Shall plan with project manager the budget for each project.

(e) Shall perform any other duty by the President.

(5) **The Ambassador**

- (a) Shall be a representative of Rest Philanthropy wherever the Philanthropy will be needed.
- (b) Shall promote and recommend Rest Philanthropy to the public.
- (c) Shall defend the Philanthropy at all times
- (d) Shall raise the awareness of Rest Philanthropy and their services and also drive people to the Philanthropy.

(6) **The Organizer & Deputy**

- (a) Shall work with the Project Manager to manage the planning and execution of Rest Philanthropy events.
- (b) Shall manage budget parameters.
- (c) Shall work with the Transport Head in relation to transport issues.
- (d) Shall communicate and develop networks for the Philanthropy.
- (e) Shall supervise event setups, select event speakers and draw outline for events of Rest Philanthropy.
- (f) Shall work in unity with other executives.

(7) **The Transport Head**

- (a) Shall manage the execution, direction and coordination of all transportation matters within Rest Philanthropy.
- (b) Shall manage transportation budgets, organizing schedules and routes.
- (c) Shall ensure the mode of transportation is safe and road worthy.

(d) Shall work in unity with other executives.

(8) **The Media Head & Deputy**

(a) Shall manage and supervise the day to day activities of Rest Philanthropy media arrangements.

(b) Shall lead the process of strategic media planning and execution.

(c) Shall analyze channels and outlets.

(d) Shall manage media related budgets and digital media plans.

(e) Shall work in unity with other rest Executives.

(9) **The Public Relations Officer(PRO)**

(a) Shall create innovate content and engage public relations and advocate media campaigns.

(b) Shall collaborate with the media head to create promotional content.

(c) Shall write, edit and review all media content of Rest Philanthropy.

(d) Shall serve as a spokesperson for the Philanthropy.

(e) Shall keep up with media and audience opinions regularly.

(f) Shall work in unity with other executives.

(10) **The Project Manager**

(a) Shall plan and develop project ideas.

(b) Shall monitor project progress and set deadlines.

(c) Shall solve issues that may arise with projects

(d) Shall manage the budget of projects.

(e) Shall work in unity with other executives.

(11) **The Rest Chaplain**

- (a) Shall be responsible for the spiritual care of Rest Philanthropy.
- (b) Shall intercede for both executives and members of Rest Philanthropy.
- (c) Shall engage the Philanthropy in spiritual activities.
- (d) Shall provide daily Bible and inspirational quotes for Rest Philanthropy.

(12) **The Women's Commissioner**

- (a) Shall know all the ladies of Rest Philanthropy.
- (b) Shall be responsible for all the ladies of the Philanthropy.
- (c) Shall organize regular meetings to groom ladies.
- (d) Shall organize and distribute food items needed for various events of Rest Philanthropy.
- (e) Shall undertake any other duty assigned by the President.

(13) The sponsorship Director

- (a) Shall find places to seek for sponsorships.
- (b) Shall work with the secretary in distributing all the letters.
- (c) Shall make sure the Rest Philanthropy is getting sponsors all the time.
- (d) Shall perform any duty assigned by the President

27. DUTIES OF A MEMBER

- (a) Support the vision of the philanthropy
- (b) Find other Philanthropists to join the Philanthropy
- (c) Publicize the Philanthropy.
- (d) Represent and Defend the Philanthropy.
- (e) Pay dues every month.

28. DISQUALIFICATION AND REMOVAL OF EXECUTIVES

An executive shall cease to hold office if he or she:

- (1) is disqualified from acting as an executive by virtue of sections 178 and 179 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision);
- (2) ceases to be a member of the charity;
- (3) in the written opinion, given to Rest Philanthropy, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as an executive and may remain so for more than three months;
- (4) resigns as an executive by notice to Rest Philanthropy (but only if at least two trustees will remain in office when the notice of resignation is to take effect); or
- (5) is absent without the permission of the Board of Rest Executives from all their meetings held within a period of six consecutive months and the executives resolve that his or her office be vacated.

29. MINUTES

The Executives must keep minutes of all:

- (1) appointments of executives made by the founders;
- (2) proceedings at meetings of Rest Philanthropy;

- (3) Executive meetings including:
 - (a) the names of the executives present at the meeting;
 - (b) the decisions made at the meetings; and
 - (c) where appropriate the reasons for the decisions.

30. CONFLICTS OF INTERESTS AND CONFLICTS OF LOYALTIES

A charity executive must:

- (1) declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with Rest Philanthropy or in any transaction or arrangement entered into by the charity which has not been previously declared; and
- (2) absent himself or herself from any discussions of the charity executives in which it is possible that a conflict will arise between his or her duty to act solely in the interests of Rest Philanthropy and any personal interest (including but not limited to any personal financial interest).

Any charity executive absenting himself or herself from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of the charity executives on the matter.

31. RULES

- (1) The executives may from time to time make rules or bye-laws for the conduct of their business.
- (2) The bye-laws may regulate the following matters but are not restricted to them:
 - (a) the admission of members of the charity (including the admission of organizations to membership) and the rights and privileges of such members, and the monthly dues and other fees or payments to be made by members;

(b) the conduct of members of the charity in relation to one another, and to the charity's volunteers;

(c) the keeping and authenticating of records. (If regulations made under this clause permit records of the charity to be kept in electronic form and requires a trustee to sign the record, the regulations must specify a method of recording the signature that enables it to be properly authenticated.)

(d) generally, all such matters as are commonly the subject matter of the rules of an unincorporated association.

(3) The charity in general meeting has the power to alter, add to or repeal the rules or bye-laws.

(4) The executives must adopt such means as they think sufficient to bring the rules and bye-laws to the notice of members of Rest Philanthropy.

(5) The rules or bye-laws shall be binding on all members of the charity. No rule or bye-law shall be inconsistent with, or shall affect or repeal anything contained in, this constitution.

32. DISPUTES

If a dispute arises between members of the charity about the validity or propriety of anything done by the members under this constitution, and the dispute cannot be resolved by agreement, the parties to the dispute must first try in good faith to settle the dispute by mediation before resorting to litigation.

