



REVISED CONSTITUTION

OF THE

PROFESSIONAL INSURANCE LADIES

ASSOCIATION (PILA)

MARCH 2019

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ARTICLE 1- NATURE OF ASSOCIATION

Section 1. NAME

The name of the Association shall be PROFESSIONAL INSURANCE LADIES ASSOCIATION (PILA) hereinafter referred to as the ASSOCIATION.

Section 2. REGISTERED OFFICE

The registered office of the Association shall be Chartered Insurance Institute of Nigeria, 27, Lagos Street, Ebute Metta, Lagos or such other address as may subsequently be decided upon by the Executive Council.

Section 3. MOTTO

Promoting Forthright Insurance Ladies

Section 4. NATURE OF BUSINESS

The Association shall be a non-religious, non-political and non-ethnic association for all professional ladies in insurance.

Section 5. OBJECTS

The objects of the Association are to:

1. provide a forum for developing forthright professional insurance ladies dedicated to the practice and growth of the Insurance profession.
2. encourage professionalism and adherence to ethical practice

3. collaborate with the Chartered Insurance Institute of Nigeria and other Trade Associations in the industry towards the promotion of insurance education and awareness.
4. collaborate with other professional bodies with objectives similar to those of the Association.
5. promote equal opportunities for female practitioners in the insurance industry.
6. provide forum for the discussion of matters affecting female practitioners in the insurance industry.
7. provide opportunities for continuing education and professional development of its members.
8. promote friendly and social relationships among members and other insurance practitioners.
9. engage in mentoring activities to encourage other females to join the insurance profession
10. do such other things as may be incidental to or conducive for the attainment of the Association's aforementioned aims and objectives

ARTICLE 2- MEMBERSHIP

Membership of the Association is open to all Ladies duly elected by the Chartered Insurance Institute of Nigeria as Insurance Professionals and who identify with its aims and objectives. A person is deemed to be a member if she has completed the membership application form and paid the required registration fee.

Section 1 TYPES OF MEMBERSHIP

1. Full Members – Members by qualification that have paid necessary membership and subscription fees as determined by the General Meeting from time to time.
2. Associate Members – Member that have passed all required professional examination but waiting to be inducted as an Associate of the Chartered Insurance Institute of Nigeria. Associate Members may participate in all activities of the Association except elections. No Associate member can vote or be voted for in the Association’s Elections

Section 2 LOSS OF MEMBERSHIP

A person shall cease to be a member of the Association if she,

1. voluntarily terminates her membership in writing,
2. has been found guilty of professional misconduct by the Institute and for the duration of the sanction so imposed,
3. is no longer a member of the Institute for whatever reason,
4. has been declared insane or bankrupt by the appropriate authorities,
5. has been found guilty of any criminal offence by a court of competent jurisdiction.

Section 3 SUSPENSION OF MEMBERSHIP

1. Membership of the Association shall be deemed to have been suspended if a member defaults in the payment of membership dues for three consecutive years provided that the Executive Council approves the suspension.

2. The suspension of such member shall continue until the outstanding membership dues are paid.

ARTICLE 3 ADMINISTRATION AND MANAGEMENT

Section 1 The Association shall be governed by the General Meeting and the Executive Council.

1. **The General Meeting**

The General Meeting shall be the supreme organ of administration which shall comprise all financial members of the Association.

2. **Executive Council**

The management of the Association shall be the responsibility of the Executive Council which shall comprise;

- (a) President
- (b) Deputy President
- (c) Vice President
- (d) General Secretary
- (e) Asst. General Secretary
- (f) Social / Publicity Secretary
- (g) Financial Secretary
- (h) Treasurer
- (i) Membership Secretary
- (j) Education Secretary
- (k) Internal Auditor

- (l) Two Ex-Officio Members

Section 2 POWERS OF THE EXECUTIVE COUNCIL

1. The Executive Council shall be the administrative authority of the Association.
2. The Executive Council may appoint Ad-hoc Committees and Sub-Committees, and the Chairman and the Secretary of such Committees.
3. The Executive Council shall have power to make regulations not inconsistent with this constitution for the management of the affairs of the Association.
4. Any regulation proposed by the Executive Council shall not be binding on any member of the Association until such has been approved by members at the General Meeting.
5. The Executive Council shall have the responsibility of making members obey the rules and regulations of the Association.

Section 3 DUTIES OF THE EXECUTIVE COUNCIL MEMBERS

1. PRESIDENT

The President shall;

- (a) preside over all the Meetings of the Association;
- (b) give necessary direction to other officers and members for the smooth running of the Association;
- (c) have a casting vote at all meetings in the event of a tie;
- (d) in consultation with the General Secretary, decide the date, time, place and agenda of all meetings of the Association;

- (e) prepare and present an annual report at the Annual General Meeting.

2. DEPUTY PRESIDENT

The Deputy President shall;

- (a) assist the President in the conduct of the affairs of the Association;
- (b) act for the President in her absence;
- (c) perform such other duties as may be assigned to her by the President or the Association.

3. VICE PRESIDENT

The Vice President shall;

- (a) assist the President in the conduct of the affairs of the Association;
- (b) act for the President in the absence of the President and Deputy President;
- (c) perform such other duties as may be assigned to her by the President of the Association.

4. GENERAL SECRETARY

The General Secretary shall;

- (a) be responsible for the general administrative duties of the Association under the direction of the President
- (b) act as the chief correspondent of the Association;
- (c) maintain a current register of all members;

- (d) ensure the implementation of the decisions reached at all meetings;
- (e) in consultation with the President, prepare an agenda for and convene General and Executive Council Meetings of the Association;
- (f) keep proper records of the Association's properties and activities and be the custodian of all the movable properties of the Association;
- (h) be responsible for keeping all records of the administration of the Association and also make them available at meetings to facilitate quick reference to them in the course of the meetings.
- (i) Prepare minutes of the Annual General Meeting and all other meetings.

5. **FINANCIAL SECRETARY**

The Financial Secretary shall;

- (a) collect all incoming monies, issue receipts for them and keep a meticulous record of all such monies which she shall handover promptly to the Treasurer within two (2) working days of receipt.
- (b) ensure that all monies collected are properly receipted;
- (c) furnish on a bi-monthly basis, a report of the Association's financial position;
- (d) prepare and present an annual financial report;
- (e) ensure that the Account Records are conscientiously kept and made available whenever required;
- (f) prepare Statements of Account for consideration and approval at

meetings.

(g) prepare necessary vouchers for any approved payment to be made by the treasurer on behalf of the Association, without which no money shall be paid out.

(h) reconcile her books with those of the Treasurer regularly.

6. TREASURER

The Treasurer shall;

- i. take delivery of all the Association's monies from the Financial Secretary and deposit such monies with the Association's Bankers within two (2) working days of receipt;
- ii. keep satisfactory records of all receipts and payments and reconcile them with the Financial Secretary regularly.
- iii. submit the Association's Statement of Account at the Annual General Meeting.
- iv. make her book of accounts available to the Internal Auditor and/or the External Auditor (when requested) for inspection.

7. SOCIAL/ PUBLICITY SECRETARY

The Social Secretary shall publicise and execute all the social activities of the Association as approved by the General Meeting or as directed by the Executive Council of the Association;

8. MEMBERSHIP SECRETARY

The Membership Secretary shall;

- i. be responsible for registration of new members;
- ii. be responsible for membership drive;
- iii. be responsible for the mobilization of members' attendance at meetings;
- iv. act as the Chief Whip at all meetings.
- v. be responsible the welfare activities of members

9. EDUCATION SECRETARY

The Education Secretary shall be responsible for the organisation and implementation of all the educational activities of the Association including insurance awareness programmes for the public.

Section 4 STANDING COMMITTEES

The following standing committees of the Association are hereby established:

i. Education Committee

There shall be a seven-member Education Committee including the Education Secretary who shall be the Chairman of the Committee. Their duties shall be:

- a) Regularly conceive training ideas with the approval of the Executive Council for the manpower development of members and the public;
- b) Promoting and coordinating all training of the Association both locally and internationally;
- c) Benchmarking training and manpower development of other relevant associations in the insurance industry with a view to

developing a robust training and manpower training schedule for the Association;

- d) Embarking on awareness creation for the Association's training programmes and sourcing for suitable resource persons;
- e) Assisting other Committees in highlighting the training and manpower content in their activities for the benefit of members.

ii. Finance Committee

There shall be a seven-member Finance Committee including the Financial Secretary who shall be the Chairman of the Committee and also the Treasurer who shall be **one of** the members. Their duties shall be:

- a) To advise the Association on national and global accounting policies as it affects insurance practice;
- b) To advise members having challenges on accounting related issues;
- c) To render any specialized advisory services to members of the Association as advised by the Executive Council from time to time.

iii. Membership Committee

There shall be a seven-member Membership Committee including the Membership Secretary who shall be the Chairman of the Committee. Their duties shall be:

- a) Handle the Registration and enrolment of members in line with the Constitution;

- b) Discuss issues affecting the continued existence, growth and interest of the Association and members;
- c) Ensure that members carry out their financial obligations to the Association with a view to delisting delinquent members in line with the Constitution;
- d) Suggesting and improving the benefits received by members;
- e) Setting and ensuring that standards set for the registration and listings of members are maintained;
- f) Seeking ways to promote the culture of ethics and professionalism of the insurance industry among members;
- g) Attending and proffering solutions to the Executive Council on challenges and issues affecting members tabled before the Association.
- h) Recommend to the Executive Councils welfare actions for the benefit of members

iv. Social/Publicity Committee

There shall be a seven-member Social/Publicity Committee including the Social/Publicity Secretary who shall be the Chairman of the Committee. Their duties shall be:

- a) To source for publication and approve the printing of all the Association's printed materials;
- b) To advice the Executive Council regularly on communication strategies with the internal and the external publics, by among other things, monitoring the

- social media platforms and the internet facilities of the Association;
- c) To discuss and advice on publicity campaigns of the Association;
 - d) To undertake a periodic review of the image of the Association and give advice on positive projection
 - e) To constantly benchmark the publicity activities of other similar associations in the industry, with a view to projecting the Association and its members in positive light;
 - f) Plan, organize and coordinate all the events of the Association to ensure its success;
 - g) Provide relevant and suitable themes, special guests, resource persons and other relevant dignitaries for all the Associations' events;
 - h) Set expectations for all the Associations' events and ensure that all resources are channelled towards meeting those expectations;
 - i) Assist in soliciting, receiving and evaluating sponsorship and exhibition for the Associations' events;
 - j) To ensure that the associations' activities are planned as a means for providing an opportunity for information and knowledge sharing between the members and other stakeholders in the industry and the world at large.
- v. Elders Advisory Committee- which shall deliberate and advise on matters referred to it by the Executive Council. The

Elders' Committee shall comprise the current President of the Association, all Past Presidents of the Association, all elders of the Association who are 60 years old and above, all female Past Presidents of any of the industry associations (CIIN, NIA, NCRIB and ILAN). The Executive Council shall nominate one of the elders to be the Chairman and another to be the Deputy Chairman of the Committee.

vi. Election Petition Committee (Adhoc)

Receive petitions and objections on the result of the screening from candidates not later than 7 days after the publication of the results and uphold or overrule any claim as the Committee deems fit.

ARTICLE 4 MEETINGS

Section 1 There shall be the following meetings of the Association:

- i. Executive Council Meeting
- ii. General Meeting
- iii. Extra Ordinary / Special General Meeting
- iv. Annual General Meeting
- v. Emergency Meeting

Section 2 EXECUTIVE COUNCIL MEETING

- i. The Executive Council shall meet at least once a month to examine the accounts and review the affairs of the Association
- ii. The President shall preside at all the Executive Council and General Meetings of the Association.

- iii. The Deputy President shall preside at all General or Committee Meetings of the Association in the absence of the President and shall have the right to vote.
- iv. The Vice President shall preside in the absence of both the President and Deputy President.

Section 3 GENERAL MEETING

General Meetings shall be held on the third Thursday of every two months provided that the majority of members present at any meeting may agree to hold the next meeting on a different day. All members shall be given at least seven (7) days' notice of the change of date.

Section 4 EXTRA ORDINARY / SPECIAL GENERAL MEETING

- 1 The Executive Council shall at any time whenever requested in writing by at least **Two-Third** (2/3) of the members call an Extra Ordinary General Meeting.
- 2 Upon such a request for an Extra Ordinary General Meeting having been duly received by the Council, it shall within 21days of the receipt convene an Extra Ordinary General Meeting
- 3 Notice of the Extra Ordinary General Meeting with a statement of its object shall be posted to members at least seven days before the date of the meeting.

Section 5 ANNUAL GENERAL MEETING

The Annual General Meeting (AGM) shall be held in the month of May every year to:

- i. Receive the President's Report
- ii. Receive and consider reports of the activities of the Association;
- iii. Receive the Accounts and approve the Treasurer's Report;
- iv. Receive the audited Annual Report of the Association from External Auditors;
- v. Appoint External Auditors;
- vi. Elect Officers for the ensuing year.

Section 6 EMERGENCY MEETING

Emergency meeting of the Executive Council shall be convened when the situation calls for it, at the request of at least four (4) members of the Executive Council.

Section 7 QUORUM AT MEETINGS

1. Quorum at Executive Council Meeting shall be formed by five (5) members of the Executive Council including the President and the General Secretary.
2. At least 20 members present at any General Meeting shall constitute a quorum.
3. Extra – Ordinary General Meeting shall be caused to be convened by the Executive Council, if in the opinion of at least 30 financial members such a meeting is deemed to be

necessary. Such opinion shall be communicated in writing to the Executive Council and signed by the concerned members.

Section 8 PROCEEDING AT MEETINGS

1. Notice of Meeting shall be given to the members by the General Secretary in writing
2. In the case of an Annual General Meeting a notice of 21 days shall be given.
3. In case of an Extra Ordinary General Meeting a notice of 14 days shall be given
4. In the case of a special business, the general nature of that business shall be made known
5. Resolutions at Annual General Meeting shall be passed by a simple majority of the votes entitled to be cast by those present at the meeting
6. No business shall be transacted at any Annual General Meeting unless a quorum of members is present at the time the meeting proceeds.
7. Each member shall have one vote on every resolution
8. The President shall preside as Chairman at every meeting of the Association. Where the President is unavailable with notice and has delegated the Deputy President to act or if she is not present within one hour after the time appointed for the holding of the meeting or she is unwilling to so act, as Chairman, the Deputy President shall preside.
9. Where the President and Deputy President are not available or unwilling to preside, the Vice President shall preside.

ARTICLE 5 ELECTIONS

Section 1 TENURE

The members of the Executive Council shall be elected for a term of one year and shall be eligible for re-election for a second term of one year. No member of the Executive Council shall serve for more than two terms in the same capacity.

Section 2 QUALIFICATION FOR ELECTION

1. Executive

- i. All members of the Executive Council shall have a minimum of five (5) years post qualification experience in the insurance industry;
- ii. Be a financial member for not less than three (3) years;
- iii. Be a fit and proper person to hold office;
- iv. Participate actively in the activities of the Association;

2. President

- i. A minimum of ten (10) years' experience in the insurance industry five (5) of which must have been at a senior managerial position;
- ii. Be a financial member for not less than five (5) years;
- iii. Must have served as Deputy President of the Association.

3. Where vacancy occurs in the office of the President by reason of death, resignation or incapacitation or otherwise, the Deputy President shall fill the vacancy and she will be entitled to hold office for the remaining term of the predecessor, notwithstanding the provisions of subsection 2 above

4. Deputy President

- i. A minimum of nine (9) years' experience in the insurance industry, four (4) of which must have been at a senior managerial position;
 - ii. Be a financial member for not less than five (5) years;
 - iii. Must have served as Vice President of the Association.

5. Where vacancy occurs in the office of the Deputy President by reason of death, resignation or incapacitation or otherwise, the Vice President shall fill the vacancy and she be entitled to hold office for the remaining term of the predecessor, notwithstanding the provisions of subsection 4 above.

6. **Vice President**
 - i. A minimum of eight (8) years' experience three (3) of which must have been at a senior managerial position;
 - ii. Be a financial member for not less than five (5) years;
 - iii. Shall be a serving or past member of the Executive Council

7. Where vacancy occurs in the office of the Vice President by reason of death, resignation or incapacitation or otherwise, a bye election shall be conducted not later than two months from the date of occurrence of the vacancy, provided that the person so elected to fill the vacancy shall be a serving or a past member of the Executive Council and the person elected to fill the vacancy shall be entitled to hold office for the remaining term of the predecessor.

Section 3 ELECTION SCREENING COMMITTEE

There shall be established the Election Screening Committee made up of seven members of the Association to be recommended by the Executive Council and approved of the General Meeting.

1. The Chairman of the Committee shall be a Past president of the Association.
2. Members of the Screening Committee shall not contest an election into any office of the Executive Council in the year they serve as members of the Screening Committee.
3. The Committee's duties include:
 - i. Arrange and conduct the screening of all applicants to be voted for in an election;
 - ii. Process and verify all nomination forms with other necessary documents and present its report on the screening of applicants to the Executive Council for ratification;
 - iii. Notify all candidates not later than 7 days after the screening, of the decision of the Committee confirming the validity or rejection of the candidate;
 - iv. Disqualify any applicant who is not eligible or fit and proper to contest in the election after the screening exercise;
 - v. Carry out other duties as may be prescribed to it by the Executive Council from time to time;
 - vi. Nobody shall be eligible to be voted for in an election unless she has been screened and certified by the Screening Committee.

Section 4 ELECTION ETHICS

Subtle campaign by successfully screened candidates prior to election day is not prohibited. However: -

1. No form of election campaign is allowed at the venue of the election;

2. Members shall not deploy unethical campaign tactics for election into the Executive Council;
3. Members shall not form alliances for the purpose of discrediting other contestants;
4. Defamatory text messages and e-mails or by whatever means against other contestants are prohibited;
5. Grievances in the conduct of election or any candidates in the election shall be addressed via a petition to the Election Petition Committee not later than 7 days after the election.

Section 5 ELECTION OF ALL MEMBERS OF THE EXECUTIVE COUNCIL

1. The election of the members of the Executive Council shall be by secret ballot at the Annual General Meeting of the Association
2. In the event of any office becoming vacant before the next Annual General Meeting, the Executive Council shall have power to organize a bye-election to fill any vacancy in the Executive Council within 4weeks.
3. All elections shall be determined by simple majority.
4. Every financial member is entitled to one vote or a contest of one executive office with the exception of electoral officers.
5. Members shall vote in person and not by proxy.
6. Nominations for all elective positions must be received at the Secretariat at least one month prior to the date of the election;
7. An Electoral Committee shall be appointed to oversee the election process.

Section 5 ELECTION PETITION COMMITTEE

1. There shall be an Electoral Petition Committee of five (5) persons

headed by a Presiding Officer (such persons must not be members of the Executive Council),

2. These persons shall be appointed by the Executive Council.
3. Their appointment should not be less than four weeks to the election date.

ARTICLE 6 VACATION OF OFFICE/ REMOVAL FROM OFFICE

Section 1

The Association may remove any member of the Executive Council from office if it is satisfied that such a removal is in the interest of the Association. A member of the Executive Council shall be removed if it is established that she:

- 1 cease to be a member of the Association;
- 2 engages in activities of malpractice or professional misconduct unbecoming of her office thereby bringing the Association into ridicule, embarrassment and disrepute;
- 3 is unable to perform due to ill health or suffers from serious mental infirmity;
- 4 fails to perform the duties of her office continuously for six months;
5. has been indicted by the Disciplinary Committee of the Chartered Insurance Institute of Nigeria;
- 6 has under any law in force been convicted for a crime;
- 7 been declared bankrupt and has not been discharged there from

Section 2 The General Meeting may by a simple majority of votes cast by financial members elect, remove or impeach an officer.

ARTICLE 7 FINANCE OF THE ASSOCIATION

Section 1 SOURCES OF INCOME

The sources of income for the association shall include:

1. Voluntary Contributions by members
2. Donations from Individuals, Friends, Corporate Bodies and Associations in Nigeria or elsewhere as may be legitimately earned by the Association.
3. Membership Registration Fee and Annual Subscription, as fixed from time to time by the General Meeting upon recommendation by the Executive Council.
4. Annual subventions may be sought from the CIIN and industry trade groups i.e. NIA, NCRIB, ILAN.

Section 2 ASSOCIATION'S ACCOUNTS

The ASSOCIATION shall operate current accounts with reputable banks in its name as shall be decided by the Executive Council. The signatories to the account shall be the PRESIDENT and any of the General Secretary or the Treasurer. All monies must be paid into the account not later than two (2) working days upon receipt.

ARTICLE 8 CHAPTERS

Section 1

Chapters shall be established in any state of the Federation except in Lagos State, the headquarters of the Association, upon the receipt of a request for this in writing made to the President of the Association.

1. Chapters' elections shall be held for various positions in line with this constitution.
2. Each chapter shall be headed by the Chapter Chairperson.

Section 2 Responsibilities

1. The Chapter Chairperson shall report to the President.
2. The Chapter's annual Plan of Action must be forwarded to the General Secretary and approved by the Executive Council.
3. Minutes of all meetings must be forwarded to the General Secretary.
4. There shall be regular visits to and from the headquarters

ARTICLE 9 AMMENDMENTS

This Constitution or any part thereof may be amended, suspended or cancelled as may be deemed fit at any point in time;

Section 1

1. The motion for such amendments, suspension or cancellations shall be sent in writing to the Executive Council and signed by at least fifty (50) financial members.
2. Such an amendment, suspension or cancellation shall be reviewed by an ad-hoc committee set up by the Executive Council before presentation to the Annual General Meeting for ratification;

3. The Annual General Meeting shall have the power to interpret this Constitution and to rule on those points where the Constitution is silent or deemed ambiguous. This exercise shall be effected through voting and decision of two-third (2/3) of the financial members shall be final.

ARTICLE 10 INTERPRETATION

In the event of any matter pertaining to the administration of the Association, which is not expressly stated in the Constitution, the Executive Council shall have the power to decide on such matters, and such decision shall be final unless it is reversed by members at a General Meeting.

ARTICLE 11 DISSOLUTION

Section 1 The Association shall be dissolved if two-third (2/3) of all the members of the Association resolve at a General meeting that the dissolution of the Association should be effected.

Section 2 In the event of the dissolution of the Association, all debts and liabilities legally incurred in the name of the Association shall be discharged.

Section 3 The assets of the Association after dissolution and discharge of all liabilities shall be disposed of in such manner as the Annual General Meeting of Members decide.

ARTICLE 12 DEFINITIONS

In this Constitution, unless it is otherwise expressly provided, or the context otherwise requires: -

“Associate Members” means members who have not been inducted as Associates of the Chartered Insurance Institute of Nigeria and only enjoy rights approved by the General Meeting on the recommendation of the Executive Council.

“Chapters” means a branch of the Association set up in other states of the Federation except Lagos State with the approval of the General Meeting of the Association upon the recommendation of the Executive Council;

“CIIN” means the Chartered Insurance Association;

“Executive Council” means the body consisting of all elected officers of the Association and the two Ex-officio members;

“Ex-Officio members” means the two Immediate Past Presidents of the Association who are members of the Executive Council;

“Extra Ordinary/Special General Meeting” means a meeting of all members of the Association called by the Executive Council at the request of two-third (2/3) of members of the Association;

“Full Members” means members who have been inducted as Associate of the Chartered Insurance Institute of Nigeria and has full rights as members of the Association

“General Meeting” means a meeting of all members of the Association and it is the supreme organ of administration of the Association;

“ILAN” means Institute of Loss Adjusters of Nigeria.

“NCRIB” means the Nigerian Council of Registered Insurance Brokers;

“NIA” means the Nigerian Insurers Association;

ARTICLE 13 COMMENCEMENT

The provisions of this Constitution shall come into force on the 1st day of January 2020