



**CONSTITUTION AND PROGRAMME OF ACTION
OF
CENTER FOR INFORMATION TECHNOLOGY
AND DEVELOPMENT
(CITAD)**

1. PREAMBLE:

Society is changing at a great pace. Computers are at the heart of this change. There is today, no aspect of society that is not being affected one way or the other by computers. At home, in workplaces, shopping, even in places of worship, we interact with systems that are dependent on computers for their functioning. Computers have thus become central to our existence.

To be able to capture all the potentials of this exciting technology, we all must not only be aware of these potentials and how they affect us, but also most equally have the minimum requisite skills required of all by the emerging computer- dependent society. Unfortunately, opportunities for acquiring such skills are limited in Nigeria now. While in the advanced countries virtually every one has access to a computing facility, in Africa generally and in Nigeria in particular the level of accessibility is extremely limited. Yet it is beyond doubt that further development in any society now is dependent to a large extent on the utilization of information technology. The low-level penetration of information technology is therefore a major impediment to the development of African countries.

But ICTs are evolving technologies, whose basic character is their rapidity of change. In such situation, there is need to know not only how they could be used to change society but also how they are changing society. This requires close monitoring of the application of the ICTs in the society. This is why the **Centre for Information Technology and Development (CITAD)** is conceived to serve as both a research and think tank and an action oriented center for both the study and as well the practicalization of the applications of ICTs to development processes in the country.

2. OBJECTIVES OF THE ORGANIZATION:

The overall aim of CITAD is to provide guidelines informed by both research and practice on how ICTs could be properly deployed for development purposes.

Consequently, the specific objectives of the

- i. Raise awareness about the use of Information Communication and Technology.
- ii. Campaign for an appropriate national policy on Information Communication and Technology.
- iii. Conduct research on Information Communication and Technology in development.
- iv, Propagate best practices in Information Communication and Technology applications in development

- v. Use ICTs as tools for the promotion of democracy and good governance
- vi. Run community computer resource centers for people to have access to computing facilities.

- vii. Conduct advocacy on the need to integrate ICT skills in the country's education systems

- viii. Monitor the application of ICTs in the society
- ix. Provide training to disadvantaged groups such as women, children and other marginal groups on ICTs

3. METHOD OF WORK:

In pursuing its aim and objectives, CITAD will conduct its activities under the following:

- (i) Educational: Carry out educational programmes such as computer training for children, workers in the informal sector, old people, unemployed youth, etc.
- (ii) Campaign and Publicity: This would be a systematic and sustained efforts aimed at educating and enlightening people on the importance of computer education, the internet and other associated issues. It would involve the use of existing mass media; libraries and the publication of CITAD own publicity materials such as newsletter, magazine etc.
- (iii) Advocacy: this is aimed at achieving four objectives, namely, getting policy planners and makers to integrate computer training in our educational system at all levels, the use of ICTs to promote democracy and good governance, the creation of enabling environment and appropriate policy framework for the development of the ICT sector in the country and the campaign to achieve universal access to ICTs by bridging all dimensions of the digital divide in the country.
- (iv) Research: The organization would carry out research and surveys on the level, pattern, scope and the impact of computerization in the society, use of computers in the educational systems, etc. it shall also engage in research and development of ICT products and service.

4. PROGRAMMES

CITAD would conduct its activities through the following programmatic units:

- Computer Literacy Project (CLP): the aim of CLP is to promote the achievement of universal computer literacy in the country. To this end, it would provide training opportunities for those who are not in a position to acquire these skills either through public or private institutions of learning.
- Community Access Network (CAN): the main focus of this is to provide access to communities to information resources as well as channels of communication to open up government and development processes to the citizens. Its essence is to promote community participation in development and political processes. CITAD therefore hopes to promote good
- Governance and democracy using this programme by utilizing the networking capacity of ICTs.

SchoolNet Project (SNP): achieving universal computer literacy must begin with the teachers. This is why CITAD has this programme that is directed at both school teachers and their students to provide them with non-state and non-profit opportunities to acquire IT skills and connectivity. The SchoolNet Project, which shall be part of both the Nigeria SchoolNet and SchoolNet Africa, would try to connect schools to online facilities and resources for educational use.

- IT Research and Adaptation Project (IT-RAP): the objective of this is to promote local research and development in ICTs. It will serve as technology acquisition and dispersal center. Its activities shall be tailored to provide entrepreneurs with the latest skill and knowledge in ICTs.
- Trade in ICTs Monitor (TIM): TIM is to ensure that trade in ICTs is done in a manner consistent with our development needs. To this end, CITAD would monitor the nature and social impact of this trade, It will also use the programme to:

I. Monitor the corporate social responsibility status of ICT companies operating in the country;

ii. Advocate for good business practices;

iii. Campaign for a conducive environment for business investment in ICTs;

iv. Develop private sector/NGO partnerships in ICY programmes.

5. STRUCTURE

The organization shall have the following organs:

I. TRUSTEES

There shall be a Board of Trustees consisting of not less than three persons of high standing in the society who share or sympathize with the aim and objectives of the organization. They shall hold the properties of the organization in trust and shall act as an advisory board.

ii. GOVERNING BOARD

This shall be the policy organ of the organization. It shall consist of the Chairman, Executive Director, Directors, the Treasurer, two elected representatives from the Assembly and two co-opted members who are appointed by the Board on the basis of their experience in the Information Technology industry. The Board shall from time to time make financial regulations for the management of the funds of the organization and be responsible for the drawing up and approving of conditions of service for all staff of the Organization. It shall also nominate persons for trusteeship positions. It is also responsible for the appointment of external auditors to audit the accounts of the organization yearly; it shall meet at least twice a year.

iii. THE DIRECTORATE

This shall run the activities of the Organization on the day-to-day basis. It shall consist of the Executive Director and all Heads of established units or departments of the Organization.

Members of the Directorate shall work on either 'full time or part time in the organization. The Executive Director shall be the head

of the Directorate and responsible for the smooth execution of the. Programmes of the organization. He/she has the power to recruit staff below the rank of directorate staff members.

iv. THE ASSEMBLY

This shall be the general meeting of the organization. All registered members who are financially up-date are entitled to attend the Assembly. The Assembly shall meet annually to review reports from other organs of the organization, examine the books of the organization and elect its officers. It can also meet on emergency cases where two-third of the registered members requested for such meetings. It has the power to discipline members and also to amend the constitution when required.

6. ELECTION AND APPOINTMENTS

- I. Trustees of the organization are to be nominated by the Governing Board and presented to the Assembly for ratification. Once appointed, such a trustee would hold office for life unless he/she resigns or is involved in conducts which would bring the organization to ridicule or disrepute. In the tatter situation, the Governing Board can remove the trustee. Whenever a vacancy exists) the Board shall make fresh nomination and appointment.
- II. The Executive Director is appointed by the Governing Board and shall continue to hold office in accordance with the conditions of service as drawn by the Governing Board. The board shall also be responsible for the appointment of other Directorate staff.
- III. The Assembly shall elect the following officers of the organization for a term of four years.
 - (a) Chairman: who shall chair all meetings of the Governing Board
 - (b) Treasurer: who shall keep the accounts of the organization
 - (c) Two other Governing Board membersEach officer is eligible for a second term of four years for the same office after which he/she shall not contest the same office.

7. FINANCE

The organization shall raise funds to prosecute its programmes using the following:

- Membership registration and annual dues
- Donations
- Fund raising activities
- Project funding

All members shall pay registration fee and annual membership dues, the amounts of which are to be fixed by the Assembly.

8. SIGNATORIES

The organization shall maintain a bank account with a reputable bank. The bank account shall be operated by the Chairman, Governing Board, Executive Director and Treasurer who shall be the signatories to the account. Any two of the three can sign a Cheque but the signature of the Treasurer is constant.

9. MEETINGS

- (i) General meeting of the organization shall be held on the last Sunday of every month.
- (2) Every general meeting of the organization starts at the stipulated time and venue
- (3) EMERGENCY MEETINGS: The Organization may hold emergency meetings whenever the need arises for such meeting.

(4) QUORUM: A quorum shall be formed for the purpose of every general meeting when at least half of the members of the organization are present.

11. MISCELLANEOUS:

- I. The organization may dissolve on the decision of the Governing Board on the advice of the Directorate.
- II. "Organization", "the Organization", "CITAD" in this document means Centre for Information Technology and Development.
- III. The organization shall solicit for funds from the public strictly on clearly articulated and budgeted programmes or projects.

Adopted on November 12, 2001, in Kano, Nigeria,

(It is with sub-committee of the Board under Review as directed by the Board)

THE TRUSTEES: (RULES AND REGULATIONS)

A) The Trustees of CENTER FOR INFORMATION TECHNOLOGY AND DEVELOPMENT (CITAD) for the purpose of the Companies and Allied Matters Decree No.1 of 1990 Part C shall be appointed at a general meeting with (2/3) majority' votes of members present.

B) Such Trustees (hereinafter referred to as "The Trustees" shall not be less than Four (4) and not more than Ten (10) in number and shall be known as The REGISTERED TRUSTEES OF CENTER FOR INFORMATION TECHNOLOGY AND (CITAD)

C) The Trustees *may* hold office for life but shall *cease* to hold office if he:

I resign his office.

II ceases to be a member of the registered Trustees of Center for Information Technology and Development (CITAD).

III becomes insane.

IV is officially declared bankrupt.

V Convicted of a criminal offence involving dishonesty by a court of competent Jurisdiction.

VI. Is recommended for removal from office by a board of Governor's and Trustees' majority vote of members present at any General meeting of Center- for Information Technology and Development (CITAD)

VII. Ceases to reside in Nigeria.

D. Upon a vacancy occurring in the number of Trustees, a general meeting will be held to appoint another eligible member of Centre for Information Technology and Development (CITAD) with (2/3) majority votes of members present.

E. COMMON SEAL

The Trustees shall have a common seal. Such common seal shall be kept in the custody of the Chairman who shall produce it when required for use by the Trustees. All documents to be executed by the Trustees shall be signed by the Chairman and the Secretary and sealed with the common seal.

F. AUDITOR(S)

The Trustees shall at a general meeting appoint an External Auditor(s) to audit the books of account of the Center annually. The reports when completed will, be presented at the general meeting for consideration and approval.

AMMENDMENT OF THE CONSTITUTION

This constitution may be amended at the general meeting provided (2/3) majority of members were present and voted in support.

Such an amendment will only be effective on the written approval of the Registrar—General, Corporate Affairs Commission, Abuja.

SPECIAL CLAUSE

THE INCOME AND PROPERTY of... CENTRE FOR INFORMATION TECHNOLOGY AND DEVELOPMENT (CITAD) whensoever derived shall be applied solely towards the promotion of the objects of the organization as set forth in the RULES AND REGULATIONS/CONSTITUTION; and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the organization.

2. PROVIDED that nothing herein shall prevent the payment, in good faith, or reasonable and proper remuneration to any officer or servant of the organization in return for any service actually rendered to the organization but so that no member of the Council of Management of Governing Body shall be appointed to any salaried office of the organization or any office of the organization paid by fees; and that no remuneration or other benefits in money or monies shall be given by the organization to any member of such council or Governing Body except repayment of out-of pocket expresses or reasonable and proper rent for premises demised, or let to the organization MAY BE A Company in which such member shall not hold more than one hundredth part of the capital, and such member shall not be bound to account for any share of profit he may receive in respect of any such payment.

3. NO ADDITION, alternation, or amendment shall be made to or in the RULES AND REGULATIONS/CONSTITUTION for the time being in force, unless the same have been previously submitted to and approved by the Registrar-General.

4. IN the event of a winding up or dissolution of the organization there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be aid to or distributed among the members of the organization but shall be given or transferred to some other institution or institutions, having objects similar to the objects of the organization and body or bodies are prohibited from distributing its or their income and property amongst its or their members to an extent at least as great as is imposed on the organization under or by virtue the **SPECIAL CLAUSE** hereof, such institution or institutions to be determined by the members of CENTRE FOR INFORMATION TECHNOLOGY AND DEVELOPMENT (CITAD) cannot be given to the aforesaid provision than to some charitable object.

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SECRETARY

CHAIRMAN