The Constitution of the Nigerian Mathematical Society
PREAMBLE

We, the members of the NIGERIAN MATHEMATICAL SOCIETY, non-profit and non-political organization firmly and solemnly resolve to provide for ourselves a constitution and to be governed by the provisions contained therein.

ARTICLE 1: NAME AND REGISTERED OFFICE

i. The name of the Society shall be called: The Nigerian Mathematical Society (in short: NMS).

ii. The registered office of the Society shall be situated at The National Mathematical Centre, Abuja.

ARTICLE 2: OBJECTS (VISION AND MISSION)

The Principal Objects of the Society shall be as follows:

i. Promotion of the study of the theoretical, computational and applied aspects of mathematical sciences.

ii. Organization of annual national conference(s) and offering support to local affiliate(s) of the society in organizing local or regional conferences or sessions at other major conferences.

iii. Maintaining the Nigerian Mathematical Society web page and the electronic communications with members of the society.

iv. Maintaining a comprehensive database of all Mathematical Scientists who are members of the society.

vi. Publication of mathematics books and the furtherance dissemination and popularization of mathematical knowledge.

vii. Encouraging Research interaction between members and also providing links to graduate/Ph.D students.

viii. Establishment of links between the Society and other similar societies all over the world.

ix. Raising of funds to provide full/partial support to the graduate/Ph.D students and members who are not financially buoyant to attend conferences within and outside the country.

x. Such other objects as would promote the research and academic growth of members.

ARTICLE 3: MEMBERSHIP

i. Any person who is engaged in Research work in Mathematical Sciences shall be qualified to be a member of the Society.

ii. Any person enrolled in postgraduate studies in Mathematical Sciences.

iii. Corporate bodies utilizing research product in Mathematical Sciences.

ARTICLE 4: SOURCES OF FINANCE OF THE SOCIETY

i. Every member of the society shall pay annual due(s)
proposed by the Council and ratified by the Annual General Meeting (AGM).

ii. Donation from individual/group or corporate bodies.

iii. Sales of our journal, notices and other publications of the Society.

ARTICLE 5: CONSTITUTION

i. This Constitution shall not be altered, amended or rescinded except:
   a) Notice to such proposal has been duly communicated to the Secretariat at least three months before the AGM;
   b) By a simple majority of the votes cast at the AGM.

ii. All constitutional amendments shall take effect immediately after their adoption by the AGM.

iii. All amendments to this constitution shall be duly communicated to the Registrar of Corporate Affairs Commission for notification.

iv. Any member shall have the right to initiate action at his own expense in connection with any provisions of this Constitution.

v. The Power of the Society shall be vested in the following:
   a) The Annual General Meeting
   b) The Council.
ARTICLE 6: THE ANNUAL GENERAL MEETING (AGM)

i. The supreme authority of the Society shall be vested in the AGM.

ii. The AGM shall be composed of:
   a) The Council
   b) All registered members of the Society.

iii. The AGM shall be held annually.

ARTICLE 7: BUSINESS OF THE AGM

i. Items proposed for inclusion in the agenda of the AGM from whatever source must reach the Secretariat not later than one month before the Meeting.

ii. The Council shall propose an agenda for the AGM which shall be ratified at the Meeting.

iii. The agenda of the AGM, together with supporting papers, shall be distributed to all members at the venue of meeting.

iv. The President shall preside over the AGM, and in his absence, the Vice-president or The Secretary; and in the absence of the President, the Vice-President and the Secretary, any other person elected by a majority of the delegates present shall preside.

v. Nobody who is not a member shall attend the AGM or take any part in the proceedings unless otherwise decided by the majority of members at the Meeting itself.

vi. The business of the Meeting shall be the
consideration and determination of the Society's policy matters, reports from Council, election of officers and any other items on the agenda.

vii. The Meeting shall constitute one constituency for the purpose of electing the Council.

viii. In furtherance of its business, the Meeting may set up committees for a detailed examination or investigation of any issue, and any such committee shall report its findings and recommendations back to the Meeting-in-session.

ARTICLE 8: THE COUNCIL

i. The administration of the Society shall be vested in the Council.

ii. The Council shall consist of all elected Officers and the Immediate Past President.

iii. To be nominated for or elected a member of the Council a candidate must be knowledgeable in the business of the Society, must have attended (at least) the last three consecutive Conferences/AGM of the Society and must have paid annual dues in the last three years.

iv. To be elected a member of the Council, a candidate must obtain a majority of the votes cast by the members present, voting in an open ballot.

v. The Council shall meet at least once before the annual Conference/AGM on date(s) and at venue(s) to be decided by the Council.

vi. Items for inclusion in the agenda of any meeting of
the Council, from whatever source, shall be forwarded to the Secretariat to reach him not later than one month before the meeting.

vii. The President in consultation with the Secretary shall have the power to determine the items to be included on the agenda and order of listing.

viii. The agenda of the Council's meeting together with the supporting papers shall be made available to the members of Council.

ix. The President shall preside over the meeting of the Council, and in his absence, the Vice-President, and in the absence of both the President and the Vice-President, any other person elected by a majority of the Council members present.

x. The business of the Council meeting shall be the consideration and determination of any matter included on the agenda.

xi. It shall be the duty of the Council to
   (a) Safeguard and further the interests of members of the Society.
   (b) Carry out the policies determined by the AGM.
   (c) Ensure proper and strict observance of the rules of the Society by the members both individually and collectively.
   (d) Safeguard the funds of the Society.
   (e) Set up such departments or committees as it may deem necessary for the smooth and orderly conduct of the affairs of the Society.
(f) Issue directives for the proper governance and administration of the Society's affairs.

(g) Perform such other functions as may promote the objectives of the Society.

xii. Every question at a meeting of the Council shall be decided by a majority of votes of members present.

xiii. No officer or member of the Council shall be entitled to take part in any discussion or to vote on any matter in which he is personally interested.

xiv. The Council may make a report to the AGM on any matter as it deems necessary.

xv. The Council shall have the power to set up Ad hoc committees.

xvi. The Current and the Immediate Past Local Organizing Committees' (LOC) Chairmen of Conferences may be invited to attend the Council meeting to give their reports.

xvii. The Director & Chief Executive of the National Mathematical Centre, Abuja or his representative may be invited to attend the Council meeting.

ARTICLE 9: OFFICERS AND STAFF

I. The Council shall comprise the President, the Vice-President, the Treasurer, the Secretary, the Assistant Secretary, the Editor-In-Chief, the Business Manager, two Ex-Officio members, the Immediate Past President and a representative of Nigerian Women in Mathematics (NWM).
ii. All officers of the Council shall be elected at the AGM; except for the Editor-In-Chief and the Representative of the NWM.

iii. The Editor-In-Chief shall be elected/selected by the Council

iv. The Representative of the NWM shall be nominated by the Council of the NWM and the name of such nominee shall be forwarded to the AGM via a written letter to the Secretariat of the NMS.

v. All Officers of the Council shall be elected for a period of two years at a time provided no person shall hold the same elected position for more than two consecutive terms.

vi. Subject to the provisions of this Article, any officer of the Council may resign his office at any time subject to three months notice (waiver may apply).

vii. On resignation or removal from office, an officer of the Society shall hand over all Society's properties in his possession to the Secretariat of the Society, and shall settle any debt owed by him/her to the Society.

viii. The Council may remove any Officer for just cause after due process, subject to the right of appeal to the AGM.

ix. An Officer removed by the Council shall stand removed until the AGM decides otherwise.

x. The Council shall have the power to appoint specialized and other staff to facilitate the smooth
administration of the Council. The emoluments of such staff shall be determined by the Council and charged to the account of the Society.

xi. Members and non-members of the Society shall be eligible for appointment as staff of the Society.

ARTICLE 10: OFFICERS AND THEIR DUTIES

i. The President shall preside at all AGM and at the meetings of the Council. He shall sign the minutes of the Council and of the AGM. He shall together with the Treasurer, sign vouchers for all payments; keep himself in close touch with activities of the Secretariat and ensure that the affairs of the Society are conducted in accordance with the provisions of this Constitution and the laws of the land.

ii. The Vice-President shall generally assist the President in the performance of his duties and act for the President whenever the President is unable or unavailable, for any reason whatsoever, to perform the duties of his office.

iii. The Secretary shall be responsible for keeping the records of the Society. He shall be responsible for issuing membership number, keeping records of all meetings and control of the website of the society. He shall be in charge of all paid staff of the Society, compile, maintain and update a Roll call of Members and perform such other duties as may be assigned to him by the Council or AGM.

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iv. The Assistant Secretary shall generally assist the Secretary in the performance of his duties and act for the Secretary whenever the Secretary is unable or unavailable, for any reason whatsoever, to perform the duties of his office.

v. The Treasurer shall collect all revenues accrued to Society and pay the same to the Bank. He shall disburse funds and render reports of expenditures to the Council and the AGM. He shall keep all financial records of the Society.

vi. The Business Manager shall be in charge of the sales of the journals and all other publications of the Society, devise strategies of attracting funds to the Society and give report to the Council and the AGM accordingly. All payments are to be made directly into the Bank Account(s) of the Society.

vii. The Editor-In-Chief shall be responsible for the quality and production of Society's journal and other publications of the Society.

viii. The Immediate Past President shall play an advisory role in the Council and AGM.

ix. The Ex-Officio members shall carry out duties and responsibilities as assigned by the Council.

**ARTICLE 11: AUDITORS**

I. The auditors shall be appointed by the Council subject to ratification by the AGM

ii. Audited accounts shall be presented to the AGM
annually for ratification or otherwise.

iii. Where new auditors are appointed or elected, the handing over notes by the previous auditors shall indicate what amounts of money are in the accounts of the Society at the time of handing over. In addition, all files, documents, cheque books and other such properties shall be transferred to the new executives within two weeks after election.

iv. If the Treasurer's report is not satisfactory to the Council and the AGM, then the AGM shall elect Three Internal Auditors to look into the book of accounts and financial transactions of the Society.

(a) The Internal Auditors shall have full access to all books of accounts, vouchers and other documents of Society which they may consider necessary.

(b) The Auditors shall prepare a report on the financial position of the Society and the manner in which the accounts have been kept in accordance with the provisions of the Corporate Affairs' Acts and submit its findings to the AGM.

ARTICLE 12: TRUSTEES

i. Five Trustees of the Society (comprising of four (4) Fellows and one (1) non-Fellow (member) shall be elected by the AGM on the recommendation of Council and shall hold office for a period of five years (and can be re-elected for another five years).
ii. All the properties of the Society shall be vested in the Trustees jointly on trust for the Society and the Trustees shall deal with the same in the interest and to the benefit of the Society or as may be directed by the Council.

iii. A Trustee may be removed from office by the Council on the grounds of ill-health, unsoundness of mind, relocation from the country or for any other reasons which might make him unable to perform the duties of his office or unsuitable for such office.

iv. Whenever a vacancy occurs in the office of a Trustee, it shall be filled temporarily by the Council until the next AGM.

ARTICLE 13: INVESTMENT OF THE SOCIETY'S FUNDS
The funds of the Society not required for immediate use shall, on the direction of the Council, be invested in the name of the Society in such public stocks, government securities or other funds as the Council may deem fit provided that at least 60 per cent of the funds shall be invested in gilt-edged securities.

ARTICLE 14: SIGNATORIES
Any two of the following officers of the Society: the President, the Secretary and the Treasurer shall be signatories to the bank accounts of the Society.
ARTICLE 15 THE SOCIETY'S FUNDS

i. The funds of all Local Organizing Committees of the Society shall be the property of the Society and nothing in any Article(s) shall prejudice the right of the Council to institute proceedings to recover any money due to, or any property of the Society.

ii. All properties acquired by Local Organizing Committee, in whatever custody, and of whatever nature, shall belong to the Society.

iii. The AGM or the Council, acting on behalf of the members, shall have power to employ the funds of the Society in such a manner as may be found necessary and expedient and report back to the AGM.

iv. The funds and properties of the Society shall be applied for the purpose of attaining the objectives of the Society as defined in this Constitution.

v. The main sources of funds of the Society shall be annual dues, subscriptions, levies and proceeds from journal sales, social activities and donations.

ARTICLE 16: COMMITTEE OF FELLOWS

There shall be a committee of Fellows. It shall be composed of all holders of the Fellow of the Nigerian Mathematical Society, FNMS. It shall play the role of an advisory body on matters referred to it by the Council. There shall be a Chairman for the body who shall summon and preside over all its meetings.
ARTICLE 17: MISCELLANEOUS

I. The Council shall stand dissolved at the end of two years immediately before elections during the AGM.

ii. In the event of dissolution or folding up of the Society as provided in this constitution and subject to the law of the land, the assets and liabilities of the Society shall be fully transferred to the National Mathematical Centre, Abuja.

iii. The Council shall have power to impose the following disciplinary measures on any member or officer of the Council for serious misconduct:
   a. Fine
   b. Suspension; and
   c. Expulsion

iv. Expelled members shall forfeit all the rights and privileges of membership.

ARTICLE 18: ELECTION

Following the dissolution of the Council, an electoral committee comprising of three members shall be nominated by the AGM to conduct the election of new Council members in accordance with the provisions of Article 8 of this constitution. One of the three members shall serve as the Chairman.

ARTICLE 19: LEVIES

i. The Council may, if it considers it necessary impose levies on all members of the Society, which the
members shall be required to pay forthwith.

ii. The Funds of the Society which the members are required to contribute under any rules, whether by way of subscription, dues or otherwise, shall not be applied (whether directly or indirectly) to the furtherance of any political party or religious interest.

**ARTICLE 20: CONFERENCE, SYMPOSIA, WORKSHOP**

i. The Society shall organize annual conferences, workshops and symposia as decided by the Council and the AGM.

ii. The Society may secure grants for members for conferences, symposia or workshop attendance.

iii. The Society may secure scholarships/fellowships for members,

iv. The Society may, subject to its own convenience and decision of the AGM, affiliate with other bodies with similar objects to promote the interest of its members.

**ARTICLE 21: ALLOWANCES AND BONUSES**
The Council shall determine the allowances and bonuses to be paid to any member, officer or employee of the Society when necessary as recognition of any good services rendered in the interest of the Society.

**ARTICLE 22: INTERPRETATION**

i. “Authorized body”, for the purpose of electing Council members shall be the AGM.
ii. “Authorized Person”, for the purpose of receiving the Society's property in possession or custody of any officer on resigning or removal from office, shall be the President. (Thereafter, the President shall surrender such property referred to in this paragraph to the Secretary.)

iii. “Due Process” for the purpose of taking disciplinary action against any member, shall mean giving the member concerned notice of the charge(s) against him and affording him reasonable opportunity to defend himself against such charges.

iv. “Just cause” for the purpose of taking disciplinary action against any member shall include a breach of any article of the Society's Constitution in force or any other misconduct declared to be unworthy of any member of the Society as may be determined by the Council/AGM.

v. The words “He”, “Him” and “His” refer to both sexes

“Society” means
“The Nigeria Mathematical Society”
The Constitution of the Nigerian Mathematical Society

Ratified at the Annual General Meeting
(As Amended)
held at BAYERO UNIVERSITY, KANO
On 10th May, 2018.

Prof. N.I Akinwande
President

Prof. G.C.E. Mbah
Secretary