

**The Constitution of The Caribbean Ombudsman Association**  
**(Adopted on 10<sup>th</sup> May, 2002)**

**Name**

1. The Caribbean Ombudsman Association (hereinafter called "the Association") is hereby established.

**Interpretation**

2. In this Constitution-

"Caribbean" means members of the Caribbean Community and any other country deemed by the Council to be a member thereof.

"Council" means the Council of the Association established under Article 16 (1)

**Objectives**

3. The purpose of the Association is to carry out the following objectives:
  - (a) to strengthen the offices of Ombudsman in the Caribbean so as to foster co-operative work to harness resources of, to network and to provide continued enrichment with, other Regional, Hemispheric and International offices of the Ombudsman and similar institutions;
  - (b) to support the promotion and protection of Human Rights agencies in the Caribbean and the development of Governmental and non-governmental institutions relating to human rights;
  - (c) to maintain and promote the institution of Ombudsman and to encourage its development throughout the Caribbean by ensuring that the people are served by independent and effective Ombudsman and other similar human rights institutions;
  - (d) to develop professionalism in the discharge of the role as Ombudsman and to maintain the integrity of the role of the Ombudsman;
  - (e) to facilitate the exchange of experiences and information for the enhancement of the work of Ombudsman and other human rights agencies in the Caribbean;
  - (f) to sponsor training and educational programmes for the institutions of Ombudsman in the Caribbean;

- (g) to encourage and support study and research regarding the institutions of Ombudsman and human rights agencies, with particular reference to the Caribbean area;
- (h) to collect, store and disseminate information and research data about the institution of Ombudsman and human rights agencies;
- 3. (i) to plan, arrange and supervise periodic Caribbean Ombudsman Conferences;
- (j) to undertake such other matters necessary to further the above objectives.

### **Members of the Association**

- 4(1). The Association consists of the following classes of members:
  - (a) Voting Members
  - (b) Individual Members
  - (c) Associate Members
  - (d) Honorary Life Members
- (2). The Association in General Meeting may establish additional or alternative classes of membership whether to cater for special interest groups or otherwise and may at the same time determine the privileges of members in such classes.
- (3) All applications for membership shall be made to and be dealt with by the Council which shall, in its absolute discretion, admit to membership such of those persons or agencies or institutions as are able in its opinion to further the objectives of the Association.
- (4) The subscriptions for all classes of membership shall be determined by the Association in General Meeting. Only paid up Voting Members are entitled to vote at General Meetings.
- (5) Members may resign at any time by notifying the Council in writing accordingly.

### **Voting Members**

- 5(1) A Voting Member shall be the office of the Ombudsman, Parliamentary Commissioner, or like designation in the Caribbean which has been established pursuant to the Constitution or other

law, and whose role includes all or any of the following characteristics:-

- (a) to investigate grievances of any person or body of persons concerning any decision or recommendation made, or any act done or omitted relating to a matter of administration or human right;
  - (b) to investigate complaints against governments, semi-government departments or agencies or other authority including any statutory body;
  - (c) to make, pursuant to a duty to do so, recommendations resulting from investigation in relation to the entities mentioned in paragraph (b);
  - (d) To discharge the role and duties as an officer of the Legislature or to be responsible to the Legislature for the discharge of his duties;
  - (e) To make a report to the Legislature in respect of any matter under investigation or make such other reports to the Legislature.
- (2). The Council may by notice for the purposes of this Constitution deem a country to be a member of the Caribbean Community.

#### **Individual Members**

- 6. The Council may admit an individual to be an individual Member who has shown interest through writings, research or otherwise in the institution of Ombudsman and whose membership will advance the objectives of the Association.

#### **Associate Members**

- 7. The Council may admit as Associate Members persons, agencies or institutions interested in, or involved in, Ombudsman-like activities who do not qualify as a Voting Member including universities, libraries,

nongovernmental Caribbean human rights network or like agencies.

### **Honorary Life Members**

8. Honorary Life Members may be elected by the Council from persons who have given outstanding service to the Ombudsman ethos or functions.

### **Rights and Obligations**

- 9.(1). All Members may request a meeting of the Council in regard to any matter relating to the Association.
- (2). All members shall have the right to participate in the affairs of the Association.
- (3). All members are obliged to so everything on their power to promote the objectives of the Association and to observe this Constitution and the resolutions of the Association.

### **General Meetings**

- 10.(1) the Association may ordinarily meet every two years or at such other time as the Council may determine except that the first General Meeting shall be the meeting at which the Constitution is adopted.
- (2) The quorum at a General Meeting shall be one-third of the membership but no fewer than seven members.
10. (3) Where circumstances so require, an extraordinary meeting shall be convened upon a request in writing addressed to the Honorary Secretary/Treasurer and signed by not less than one-third of the Voting Members of the Association or upon a resolution of the Council passed in accordance with this Constitution.
11. (1) The General Meeting shall govern the affairs of the Association, and issue guidelines to the Council established under the Constitution for the general operation and management of the Association's activities.
- (2) In addition to such other powers as are conferred upon it elsewhere in this Constitution, the General Meeting shall have the power to:-

- (a) approve, vary and confirm the Minutes of the previous General Meeting;
  - (b) receive, consider and adopt, with or without modification, a report from the Council on the activities of the Association since the last General Meeting, incorporating audited annual accounts for each year under review which shall be certified by the Association's auditors;
  - (c) approve or vary the future work programmes and the annual estimates of plans of income and expenditure as recommended by the Council;
  - (d) delegate to the Council such authority as the General Meeting deems fit to facilitate the operation of the Association's affairs in the interval between General Meetings;
  - (e) delegate to the Council such authority as the General Meeting deems fit to facilitate the operation of the Association's affairs in the interval between General Meetings;
  - (f) enter into such arrangements with the International Ombudsman Institute as may promote the achievement of the objectives of the Association, and to vary the same from time to time;
  - (g) appoint and terminate the services of the Association's auditors.
12. The Honorary Secretary/Treasurer shall give not less than three months' notice to all members of the dates and venue of a General Meeting.
13. (1) Decisions at General Meetings will normally be taken on the basis of consensus. A resolution put to the vote shall be decided by a majority of the votes of those persons entitled to vote either in person or by proxy.
- (2) On matters other than elections for offices the following

provisions shall apply:-

Each Voting Member has one vote.

Unless formal notice of a resolution in writing has been received by the Honorary Secretary/Treasurer before the General Meeting, or the resolution has been proposed by the Council, a resolution passed at General Meeting shall only become binding on the Association when it has been adopted by Council. If it does not adopt a resolution, the Council shall bring the resolution before the next General Meeting. If the resolution is then passed it becomes binding on the Association.

- (3) In elections to office of the Association each member country shall have one vote. Where a country is represented by more than one delegate it shall notify the Honorary Secretary/Treasurer in writing of the name of its voting delegate before the vote is taken. A list of members and of member countries of the Association shall be maintained by the Association from time to time.

#### **Office Bearers**

14. (1) There shall be the following Office Bearers:
    - (a) President
    - (b) Vice-President
    - (c) Honorary Secretary/Treasurer
  - (2) Each Office Bearer shall be elected at a General Meeting and shall remain in office until new respective Office Bearers are elected.
  - (3) A President shall not be eligible for election for more than two terms but may be elected as a member of the Council.
  - (4) If the President should die or for any reason become unable to discharge the duties of office, the Council shall, as soon as possible thereafter, appoint a successor from their number who will serve for the unexpired term and a President so appointed may be eligible for election for a full term in accordance with the provisions of this Constitution.
15. In the absence of the President or the Vice-President any

other member of the Council may be nominated to preside over the meeting.

### **The Council**

16. (1) There shall be a Council of the Association whose members shall be elected by the General Meeting and hold office until a new Council is elected at the following General Meeting.
- (2) Council members are eligible for re-election.
- (3) If a Council member should resign by notice in writing to the Honorary Secretary/Treasurer or die or for any reason become unable to discharge the duties of office, the Council may elect a successor who will serve until a new member is elected by General Meeting.
17. (1) The Council shall comprise –  
The President  
The Vice-President  
The Honorary Secretary/Treasurer  
No more than three other elected members.
- (2) In addition, the Council may as it deems fit co-opt such other persons including the Chairman or any Committees appointed pursuant to Article 21(3).
18. Nominations for the Council shall be in writing to the Honorary Secretary/Treasurer no later than six weeks before the commencement of the next General Meeting of the Association. Each nomination shall be proposed and seconded.
19. In determining membership of the Council, the General Meeting, so far as is practicable, shall have regard to the nature and diversity of the Association, and shall take into account the need both for change and for continuity in the management of the affairs of the Association.
20. The Council shall meet on the occasion of each General Meeting and shall endeavour to meet otherwise at least once in every year between General Meetings.

21. (1) The Management of the business of the Association shall be vested in the Council.
- (2) The Council, in addition to the powers and authority by this Constitution expressly conferred upon it, shall have the sole and entire management of the business of the Association, and of the income and property thereof for the uses, purposes and benefit of the Association.
- (3) The Council may do all such acts as may be necessary or fitting to be done, including the appointment of Committees and Chairmen thereof in order to carry into full effect the objectives of the Association.

21. The Council shall, subject to the general control and direction of the General Meeting:-

- (a) convene General Meetings and establish their provisional agenda and dates and venues of the meetings;
- (b) present a report to the General Meeting reviewing its activities as well as the activities undertaken by the Association since the preceding General Meeting;
- (c) circulate such other reports to members on the activities of the Association as it thinks fit or as may be called for by the General Meeting;
- (d) plan and propose the Association's work programme for consideration by the General Meeting;
- (e) receive and manage funds on behalf of the Association;
- (f) present a financial report, including audited annual accounts for the period under review and the provisional budget for the following financial period, for consideration by the General Meeting;
- (g) implement the Association's work programme as approved by the General Meeting, with such authority to modify the approved budget in the light of unforeseen circumstances as the General Meeting may from time to time determine;
- (h) do all other acts as appear to be necessary or fitting to be done in order to carry into full



operation and effect the objectives of the Association.

23. (1) Decisions of the Council will normally be taken by consensus but if necessary may be made by a simple majority of members present in person, by proxy or by telephone and voting.
  - (2) Each member has one vote.
  - (3) The Chairman has a casting vote.
  - (4) The co-opted Council member has no vote
  - (5) The quorum for a Council Meeting shall be three, present in person, by proxy or by telephone.
24. The Council may, if it thinks fit, transact any business by circulation of papers, and a decision approved in writing by a majority of its members has the same effect as if it had been made at a meeting of the Council.

#### **Secretariat**

25. The Council may establish a Secretariat with such staff as it may determine.
26. The Secretariat has such duties as may be assigned to it from time to time by the Council, shall conduct the day-to-day affairs of the Association under the direction of the Council, and, among other things, shall prepare and issue the publications of the Association and maintain relations with members of the Association.
27. The Honorary Secretary/Treasurer shall:-
  - (a) administer the day-to-day business of the Association;
  - (b) keep the accounts of the Association and operate within the authorized budget;
  - (c) prepare and circulate documents for General meetings and for meetings of the Council;
  - (d) present to members of the Council each year an audited annual statement of account;

- (e) carry out such other duties as may from time to time be required by the Council.
28. The headquarters of the Association shall be located in such place as the General Meeting may from time to time determine.

### **Finance**

29. The funds of the Association shall comprise:-
- (a) such annual subscriptions by members as may from time to time be prescribed by the General Meeting;
  - (b) voluntary contributions from members in addition to their subscriptions;
  - (c) grants, special contributions and other forms of income from such private foundations, international agencies and other bodies as the Council shall approve.
30. The funds of the Association shall be applied exclusively to the purposes of the Association.
31. The financial year of the Association shall, until otherwise determined by the General Meeting, end on the 30<sup>th</sup> day of June.

### **By-Laws**

32. (1) The General Meeting may make by-laws within the framework of this Constitution for the furtherance of the objectives of the Association.
- (2) Without prejudice to the generally of the foregoing, the by-laws may provide for:-
- (a) appropriate forms of representation and rotation of the Council to ensure so far is practicable that the membership of the Council reflects the nature and diversity of the Association;

- (b) financial matters, including the keeping of accounts and their audit, and the prescribing and the payment of fees;
- (c) the filling of vacancies on the Council between General Meetings;
- (d) the appointment of an interim President in the event of the retirement or incapacity of the elected President;
- (e) the keeping, circulation and approval of Minutes of General Meetings and of the Council;
- (f) procedures for the conduct of General Meetings and meetings of the Council and the giving of notices in connection with such meetings;
- (g) the participation in the affairs of the Association at General Meetings or otherwise of observers and other interested parties.

#### **Amendment of Constitution**

- 33. The Constitution shall not be amended except at a General Meeting of the Association and the amendment is not valid unless at the General Meeting it is supported by two-thirds or more of the votes cast by those present in favour thereof (including proxies) and entitled to vote.
- 34. (1) An amendment to this Constitution may be proposed by the Council or by at least two members entitled to vote and must be notified to the Honorary Secretary/Treasurer not less than four months before the date of the General Meeting at which it is to be considered.
- (2) The Council may of its motion propose an amendment to the Constitution.

- (3) The Honorary Secretary/Treasurer shall amend to all Voting Members forthwith.

**Transitional**

35. (1) Any person who immediately before the adoption of this Constitution in an interim capacity holds or is acting in any office, shall be deemed with effect from the day this Constitution is adopted to have been appointed to, or to act in, that office or the corresponding office in accordance with this Constitution, and shall hold office and exercise such powers and perform such function of the Office Bearers and also of the Council until Office Bearers and Members of the Council are elected in accordance with this Constitution.
- (2) This Article applies to the offices of interim President, Interim Vice President and Interim Secretary/Treasurer.

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**Note:**

At a meeting of Ombudsmen, Parliamentary Commissioners, persons representing Human Rights agencies and other persons with interests in the institution of Ombudsman, held in Castries, Saint Lucia, on June 2000, the following resolution was passed:-

“BE IT RESOLVED that this assembly do now adopt the draft Constitution as an interim Constitution which shall have effect and be in operation for no longer than two years after the date of adoption.”

The interim Constitution was approved and adopted as the effective Constitution of the Association (CAROA) at a meeting in Port-of-Spain, Trinidad & Tobago, on 10<sup>th</sup> May 2002.