

The Constitution of Private Newspaper Publishers Association of Ghana (PRINPAG)

PREAMBLE:

The Private Newspaper Publishers Association of Ghana (PRINPAG) is dedicated to the best interest of democracy and press freedom in Ghana. It is organized and operated exclusively for the furtherance of a strong independent media practice and professional status of its members. Founded in July, 1991, PRINPAG is a non-profit making body duly registered with the Registrar General's Department, limited by guarantee.

WHO WE ARE:

The Association is a registered member of the World Association of Newspapers and News Publishers (WAN-IFRA) and also recognized by the United Nations Educational, Scientific and Cultural Organization (UNESCO). The Association is also duly registered with the Continental Media Umbrella body, the Africa Media Initiative (AMI), as well as the Commonwealth Press Union (CPU).

PRINPAG has formal representation at the National Media Commission and other allied Constitutional bodies duly recognized by the 1992 Constitution of Ghana like the ministerial Advisory Board of the Ministry of Information.

Article 1.0

NAME

The Association shall be known and called the Private Newspaper Publishers Association of Ghana herein referred to as "PRINPAG".

Article 2.0

MISSION

To bring together all Private Newspapers and Online News Publishing Companies under one Umbrella to create an enabling environment for publication, circulation of newspapers and online channels throughout Ghana and beyond.

Article 3.0

VISION

To ensure a truly vibrant independent professional Media Association to seek, protect and support media freedom in Ghana and beyond.

Article 4.0

RESPONSIBILITIES

The Association shall:

- a) Foster high standards of media practice in Ghana by means of improving the quality of news packaging and dissemination in a competitive environment.
- b) Organize training workshops and fora, scholarships, bursaries and grant to members.
- c) Organize awards ceremonies to honor its members.
- d) Maintain and improve the business and professional development and welfare of its Members.
- e) Safeguard and protect the rights and privileges of the Association.
- f) Promote activities in the interest of the public as well as socio-political and economic development of the country.
- g) Members shall deal with each other in good faith and at all times act in the best interest of the Association.

Article 5.0

MEMBERSHIP

Membership of PRINPAG is open to any private newspaper and online publishing company.

- a) There shall be two (2) basic categories of Membership of the Association.
 - i. Full membership shall include Registered Company of any private print/digital media that honors all financial obligations as shall be determined and approved at the General Assembly.
 - ii. Honorary Membership shall be accorded to members of the public/corporate organizations that have demonstrated support for PRINPAG's activities and commitment to independence of the press and who have been so certified by the Executive Committee.
- b) Any Private Newspaper or Online Publishing Company that wishes to become a member of the Association shall complete a membership application form and pay the relevant fees to the Association.
- c) Approval of all Applications to all categories of Membership shall be at the discretion of the Executive Committee.

Article 6.0

CESATION OF MEMBERSHIP

- a) A Company whose annual subscription is in arrears for 2 (two) years without any written notice to the Association ceases to be a member.
- b) A Company ceases to be a member of the Association upon a written notice of withdrawal addressed to the Executive Committee.
- c) A Company whose annual subscription is in arrears for four (4) years with or without written notice to the Association ceases to be a member.

Article 7.0

EXPULSION

- a) Any Publishing Company against which a complaint is lodged for disciplinary action, shall be given the opportunity to appear before the Disciplinary Committee to answer any such complaint against it before being expelled from the Association.
- b) The Disciplinary Committee shall have, the power to recommend to The Executive Committee for the expulsion of a member whose acts bring the image of the Association into disrepute.
- c) Honorary Members can also be expelled upon a recommendation by the Disciplinary Committee to the Executive Committee.

Article 8.0

THE ORGANIZATIONAL STRUCTURE

There shall be a four (4)-tier Organizational Structure made up of:

- (A) **GENERAL ASSEMBLY.**
- (B) **EXECUTIVE COMMITTEE.**
- (C) **COUNCIL OF PATRONS.**
- (D) **THE SECRETARIAT.**

Article 9.0

9.1 THE GENERAL ASSEMBLY

Shall serve as the highest decision-making Body of the Association.

- a) The Annual General Meeting of the Association chaired by the President of the Executive Committee shall be held each year to transact the following business:

- i. To transact the ordinary business of the Association.
- b) Notice of the Annual General Meeting shall be sent to the members not less than 21 days before the meeting.
- c) A quorum of 30% made up of all Publishers who are Members of the Association in good standing and are present, qualifies to facilitate an AGM.

9.2 EMERGENCY GENERAL MEETINGS

- a) An Emergency Meeting may be called at any time by the President, stating the purpose for which the meeting is required.
- b) Thirty percent (30%) of members in good standing qualify to call for an Emergency General Meeting by writing to the Executive Committee spelling out the reasons.

Article 10.0

EXECUTIVE COMMITTEE:

10.1 The Executive Committee of the Association ("The Executives") shall consist of the President, Vice-President, Executive Secretary, Director of Operations, Organizer and Financial Secretary/Treasurer.

- i. The Executive Members shall be proposed, seconded and elected at the General Assembly and shall be eligible to remain in office for a period of three (3) years renewable.
- ii. The Executive Secretary shall be appointed by the Executive Committee on a four (4) year contract subject to renewal.
- iii. The Executive Secretary shall be a member of the Executive Committee with no voting right.
- iv. Executive Committee meetings shall be convened by the President at least once a month.
- v. The President shall give all members of the Committee not less than 'seven (7) days' written notice of the meeting and the quorum of any Executive meeting shall be three (3) members present. Decisions of the Committee shall be made by a simple majority of the members present and voting. In the event of a tie, the President shall have the casting vote.
- vi. The Executive Committee may from time to time appoint from among their members to serve on Sub-Committees. A Sub-Committee may also co-opt others to serve on such Sub-Committees. All Sub-Committees shall periodically report their proceedings to the Executive Committee. They shall conduct their business in accordance with the directives of the Executive Committee.

- vii. The Executive Committee shall be responsible for the management of the Association. They shall have the right of proposing applicant(s) and their terms and conditions of service.

10.2 FUNCTIONS OF THE EXECUTIVES:

10.2.1 The President:

- a) Shall preside over all Executive Committee meetings.
- b) Shall be the Spending Officer of the Association.
- c) Shall be the Principal Signatory to the Association's Bank Accounts.
- d) Shall, with the Executive Secretary prepare the Agenda for all meetings of the Association.
- e) Shall be the Principal Signatory to all official letters with the right to assign any other Executive Committee member to sign letters.

10.2.2 Vice-President:

- a) Shall provide advice and direction to Sub-Committees so they can achieve the Association's goals and fulfill the Association's mission.
- b) Facilitate effective communication between the Executive Committee and the various Sub-Committees.
- c) Representing the general membership on issues of interest or concern, particularly those that arise outside of the Standing Committee structure.
- d) The Vice-President shall perform all functions of the President where he is absent or unable to perform the functions of his office.
- e) The Vice-President shall have such other powers and perform such other duties as from time to time may be prescribed by the Executive Committee or the President.

10.2.3 Corporate & External Relations Officer:

- a) To take charge of the business aspects of the Association.
- b) To serve as the liason between PRINPAG and Vendors nationwide.
- c) To deal with all matters relating to the business aspects of PRINPAG and to report same to the Executive Committee for action.
- d) Any other role that shall be assigned to him/her by the Executives.

10.2.4 Organizer:

- a) Shall organize all programs for the Association.
- b) Shall be responsible for organizing the Association's members to attend all meetings.

- c) Shall assist the Executive Secretary to compile list of members for Training workshops or any such Fora organized by the Association.
- d) Shall be responsible for organizing venue grounds, logistics etc. for all events of the Association.
- e) Shall be responsible for any other activities as may be delegated by the President.

10.2.5 Financial Secretary/Treasurer:

- a) Shall be the custodian of the Association’s funds and serves as one of the signatories to the Association’s Bank Accounts.
- b) Shall recommend to the Executive Committee, any amount required to run the affairs of the Association.
- c) Shall keep proper books of accounts of all the (incomes and expenditure) of the Association for auditing.
- d) Shall give monthly financial reports to the Executive Committee.
- e) Shall receive all annual dues and donations payable by members and deposit them into the Association’s bank accounts within 48 hours.

Article 11.0

COUNCIL OF PATRONS

- i. There shall be a Council of Patrons (herein called “the Patrons”) of not less than seven (7) and not more than nine (9) members, who shall be appointed by the Executive Committee and announced to the General Assembly.
- ii. The Patrons shall serve a three (3) year term of office renewable.
- iii. Any vacancy available on the Council shall be filled by the Executive Committee.
- iv. PRINPAG’s PATRONS will comprise any person, whose expertise, experience and knowledge can promote the objectives, mission and vision of the Association.
- v. The Council shall elect from amongst themselves a Chairman to chair the Council on the first day of their meeting.

11.1 FUNCTIONS

Their functions include:

- a) Serving as advocates for PRINPAG.
- b) Make recommendations and offer advice to the Executive Committee.

- c) Help make PRINPAG more visible and influential.
- d) Executive Committee may consult them when necessary.
- e) Help improve the quality of journalism through advice and proposals.
- f) Help in fundraising for specific projects.
- g) Attend meetings and other events/functions as requested by the Executive Committee.
- h) Identify and present opportunities to Executive Committee.

ARTICLE 12.0

THE SECRETARIAT:

- i. The PRINPAG Secretariat is the Headquarters (HQ) of the Association and shall be headed by the Executive Secretary.

12.1 FUNCTIONS OF THE EXECUTIVE SECRETARY:

- a) Shall be appointed by the Executive Committee upon recommendations by three (3) members of the Executive Committee.
- b) Shall be the Head of Administration of the Secretariat.
- c) Shall be responsible for taking records of all activities and day to day management of the Association.
- d) Shall be responsible for all minutes of the Association.
- e) Shall provide administrative and clerical support to PRINPAG Executives.
- f) Prepare confidential and sensitive documents.
- g) Shall help prepare Office Budget and Annual Work plan.
- h) Coordinate travel arrangements; prepare itineraries; compile and maintain travel vouchers and records.
- i) Shall supervise the operations of office equipment, such as photocopy machine and scanner.
- j) Maintain hard copy and electronic filing system.
- k) Shall be responsible for all proposal writings for sponsorship support for the Association.

Article 13.0

PRINPAG REPRESENTATIVES ON COMMISSIONS & BOARDS

- i. There shall be PRINPAG Representatives on Commissions and Boards.

- ii. Such Representatives will serve a three (3) year term which may be renewed once.
- iii. The Executive Committee shall recommend three (3) Paid-up members in good-standing and appoint one (1) to represent the Association.
- iv. Representatives serving on the Commissions and Boards are required to give quarterly report to the Executive Committee. The Executive Committee may invite him or her (them) to its meeting as and when necessary. He can also request to meet the Executive Committee as and when necessary.
- v. The Representatives shall sign a Memorandum of Understanding (MOU) with the Association on terms to be agreed upon by the Association and that, individual Representatives in request of forfeiting part of his/her allowance to support the Association.

Article 14.0

FINANCIAL MATTERS

- a) Any monies not required for immediate use may be invested by the Executive Committee.
- b) The Executive Committee shall have the power to authorize the payment of remuneration of employees and for other expenses.
- c) With the approval of the General Assembly, the Executive Committee may acquire assets or borrow money on behalf of the Association.

Article 15.0

ASSETS & PROPERTIES

- a) All properties of the Association, shall be vested in the General Assembly of the Association held in trust by the Executive Committee.
- b) The Trustees shall be held accountable in the course of the management of the properties of the Association.

Article 16.0

SUB-COMMITTEES

There shall be the following Sub-Committees:

16.1 FINANCE AND ADMINISTRATION:

The Finance and Administration (F&A) Committee is responsible for budget, efficiency, effectiveness and governance of PRINPAG.

It will carry out the responsibilities of the Executive Committee with respect to the oversight of the deposit, management, and investment of PRINPAG funds, including funds that may be held in any operating accounts, investment accounts, safekeeping accounts, and any other banking, financial or other accounts established by PRINPAG for the deposit, holding and/or investment of PRINPAG funds, in all cases consistent with and subject to the Executive Committee-approved Investment Policy.

The functions include:

- a) Be familiar with, approve, and review periodically the PRINPAG's annual budget.
- b) Make sure funds are being expended according to requirements.
- c) Oversee cash flow and other money management issues.
- d) Monitor debt and debt payback.
- e) Flag potential problems. There are numerous such problems that might come up. Income might look like it's going to be lower than anticipated, or expenses higher. Income-producing activities - fundraising, paid services - might be delayed, or not proceeding according to plan. There may be unnecessary, or unnecessarily high expenditures. Finance Committees are expected to catch and deal with these kinds of issues.
- f) Act as a resource to help correct fiscal problems and/or discuss fiscal issues.
- g) Ensure compliance with financial reporting requirements - including tax returns to Ghana Revenue Authority.
- h) Identify any illegal, unethical, or incompetent financial dealings engaged in by individuals or groups PRINPAG deals with, or financial arrangements that may harm the organization or someone else.
- i) Make recommendations on PRINPAG's strategic human resource policies including compensation and performance management.

16.2 ETHICS, DISCIPLINARY AND COMPLAINTS:

The disciplinary committee's role is to monitor the professional practice of the members of the Association in order to fulfill one of the aspects of their mission.

The functions include:

- a) To hear charges brought against any PRINPAG member.

- b) To refer the matter to Executive Committee if the charges may lead to the expulsion of the member.
- c) To fix a date for the disciplinary hearing and instruct the Secretary to the Disciplinary Committee to serve the notice of the disciplinary hearing on the PRINPAG member.
- d) To invite a member charged to appear before it to give evidence in relation to the charges.
- e) To consider and determine, after conclusion of the hearing, whether or not each charge has been proved.
- f) To hear and consider pleas in mitigation.
- g) To notify the member charged of the decision in writing.
- h) to review the disciplinary rules and procedures from time to time and make recommendations to the executive committee.
- i) to extend, vary or waive any period of time referred to in the Disciplinary Procedures or as previously ordered by the Disciplinary Committee.

16.3 MEDIA POLICY, LEGAL AND FOREIGN RELATIONS.

The Policy Committee is designated with goals of ensuring the PRINPAG has policies and procedures in place to guide the operation of PRINPAG in a legal and ethical manner.

Its Goals include:

- a) Assist with policy development and to advice on the implementation of policy.
- b) Actively participates in meetings, contributing to the discussion, brainstorming and sharing innovative ideas.
- c) Participate in the development and implementation of the committee work plan.
- d) To meet on an “as-needed” basis or at the request of any members of the committee.
- e) To review current policies and from time to time, as needed, develop new policies or update existing ones.

- f) Provide research as deemed necessary by the committee.
- g) Develop close working relationship with the Executive Committee.
- h) To ensure that there is an appropriate match between policy requirements and resources.

LEGAL

Shall be responsible for:

- a) Ensuring that PRINPAG complies with the law in all aspects of its operations and activities.
- b) Ensuring PRINPAG meets its objectives as set out in the constitution.
- c) Proposals for the amendment of the Constitution.
- d) Ensuring PRINPAG complies with the rules set out in the constitution and acts legally in all its activities.
- e) Acting in the best interests of PRINPAG and its beneficiaries, and not for personal benefits.
- f) Providing legal advice to the Executive Committee and to give recommendations regarding legal matters whenever needed.
- g) Providing advice, if necessary, on agreements between PRINPAG and third parties.

16.4 AWARDS:

To be made up of three (3) members. Two (2) should be Media Publishers with not less than ten (10) years experience in the Publishing Industry with a member from the Institute of Public Relation with not less than ten (10) years' experience.

It shall be:

- a) Responsible for the opening of entries for awards.
- b) Responsible for vetting and selection of Awardees.
- c) To present report to Executive Committee.
- d) Shall be responsible for determining various Awards Categories and for each category, they shall spell out qualification criteria for eligible entries.

16.5 WELFARE:

The committee's duties shall include but not limited to the following:

1. To manage and see to the implementation of the Association's welfare policy.
2. To foster oneness among members and educate members on their welfare privileges.
3. To represent the Association at gatherings involving members to which the policy applies.
4. To keep records of all welfare donations made by the Association to its members.
5. To arrange transport for members to attend welfare events.
6. To promote solidarity and mutual cooperation among members.
7. To assist and support members in any of the following situations.

16.6 BUSINESS DEVELOPMENT:

The functions include:

- a) To provide the support, direction and focus for PRINPAG's Business Development Plans.
- b) To transfer and communicate the income generation targets set out.
- c) To provide a challenge function to draft proposals and tenders.
- d) To bring commercial expertise and ethos to PRINPAG where it is required to generate income.
- e) To ensure that the move towards additional income generation remains aligned with PRINPAG's strategy and consistent with its values and ethos.
- f) To perform other functions as may be delegated to it by the Executive Committee.

ANNUAL AUDIT:

- a) The Executive Committee shall maintain Books of Accounts.

- b) The Books and Accounts of the Association shall be audited each year by the Auditors of the Association.
- c) To send copies of the Audited Accounts to every member twenty-one (21) days before the AGM meeting at which the Accounts are to be considered.
- d) The Audited Accounts shall be discussed and approved at the General Meeting of members.
- e) The financial year of the Association shall end on the 31st of December of each year.
- f) The Auditors of the Association shall be appointed by Executive Committee.

Article 17.0

ELECTIONS

The Election Committee is the highest election body for all elections to positions in the Association.

In order to manage the complex requirements of a legally watertight election, the Election Committee shall consist of a number of different positions with large degrees of responsibilities.

Election committee structure:

- a) Election Administrator.
- b) Deputy/Vice Election Administrator.
- c) Secretary.
- d) Election Observers.

Executive positions can only be contested for by members in good standing and who have been members of the Association for a period of not less than three (3) years.

- i. A Member who wishes to stand for Elections must be nominated and seconded by two (2) other members in good standing.
- ii. Voting shall be by secret ballot.
- iii. The Elections Committee shall supervise all Elections.
- iv. Voting for every elective position shall be decided by simple majority.
- v. Whenever there is a tie after every elective positions there shall be a second round or other rounds of voting, until a winner emerges.

- vi. Whenever, a dispute arises after any Election, the aggrieved person or persons have the right to appeal to the Elections Committee for redress and their decisions shall be final.

Article 18.0

BYE-LAWS

The Executive Committee shall make proposals, for amendments of BYE-LAWS for the approval of the General Assembly.

Article 19.0

AMENDMENTS TO THE CONSTITUTION

The Constitution shall be amended by resolution at an Annual or Emergency General Meeting of which due notice has been given, provided that such a decision on the resolution is carried by two-thirds of members in good standing and present at the meeting and voting.

Article 20.0

Adopted this day.....21st.....Of.....May.....2021

Mr. Andrew Edwin Arthur
(President)

Kenteman Nii-Laryea Sowah
(Executive Secretary)