



ALLIANCE OF MAYORS AND MUNICIPAL LEADERS INITIATIVE FOR COMMUNITY ACTION ON AIDS AT THE LOCAL LEVEL IN ZAMBIA (AMICAALL)

CONSTITUTION

(As amended by the 22nd General Assembly on 23rd July 2025)

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1.0 ARTICLE 1: NAME OF THE ASSOCIATION

The name of the Association shall be 'THE ALLIANCE OF MAYORS AND MUNICIPAL LEADERS INITIATIVE FOR COMMUNITY ACTION ON AIDS AT THE LOCAL LEVEL IN ZAMBIA' (hereinafter called '**AMICAALL Zambia**')

2.0 ARTICLE 2: INTERPRETATION

In this constitution unless the context requires otherwise, the words below shall have the meanings given hereunder:

- 2.1 'AIDS' means Acquired Immune Deficiency Syndrome
- 2.2 'AMICAALL' means the Alliance of Mayors and Municipal leaders Initiative for Community Action on AIDS at the Local Level in Zambia
- 2.3 'Committee' means the AMICAALL Zambia Programme Steering Committee established in terms of Article 11
- 2.4 'Community' shall mean an identifiable grouping of persons who reside within a local authority area and share common characteristic or interests such as but not limited to gender, religion, residence, occupation, profession, culture etc.
- 2.5 'Council Chairperson' has the same meaning as Mayor and Municipal Leader
- 2.6 'Councillor' means a person serving as a councillor as defined in Article 153 of the Constitution of Zambia Act No 2/2016
- 2.7 'HIV' means Human Immuno-deficiency Virus
- 2.8 'Institution' means a legally incorporated or constituted entity and may include a Company, Association, International Agency and the like.
- 2.9 'Local Authority' means any duly constituted organ of local government in terms of the Local Government Act.

- 2.10 'Local Government' Association of Zambia' means the Association representing and promoting the interests of Local Government Authorities in Zambia.
- 2.11 'Mayor and Municipal Leader' means the elected head of any duly constituted Local Government Authority in Zambia
- 2.12 'Principal Officer' is the Chief Executive Officer of any duly constituted Local Authority in Zambia.
- 2.13 'Member' means a member in any category in terms of Article 7
- 2.14 'National Coordinator' means the Executive Director of the Local Government Association of Zambia.
- 2.15 'NGO' means Non-Governmental Organisation
- 2.16 'Programme' means the AMICAALL Zambia Programme
- 2.17 'Stakeholders' means any interest group at national or local level.
- 2.18 'STI' means Sexually Transmitted Infection
- 2.19 'TB' means Tuberculosis
- 2.20 'Ward' means any division in which a council is divided for purposes of electing councillors

3.0 ARTICLE 3: LEGAL STATUS

- 3.1 AMICAALL Zambia is an organisation not for gain and any profit shall be used to further the objectives of AMICAALL Zambia and no assets or funds of AMICAALL Zambia maybe used for the private benefit of any of its members.
- 3.2 AMICAALL Zambia shall only have the Capacity to act within its objectives

- 3.3 AMICAALL Zambia shall not have the capacity to bind its members financially and its members shall not be liable in their personal capacities for any contract, debt, act, or omission of AMICAALL Zambia.
- 3.4 AMICAALL Zambia shall be a juristic person and shall have, within the limits imposed by this constitution, all the powers of a natural person with full judicial capacity.

4.0 ARTICLE 4:OBJECTIVES

The objectives of AMICAALL shall be to:

- 4.1 Support local authorities and community stakeholders in analyzing the impact of the HIV/AIDS epidemic on their communities focusing specifically on those most affected such as key populations and defining the appropriate strategies and actions to alleviate the impact of the epidemic on the affected communities
- 4.2 Provide the appropriate tools for strengthening the capacities of local authorities, civil society organisations and communities to conduct participatory problem identification, solving and develop appropriate actions, programmes and interventions responsive to the issues identified by communities themselves.
- 4.3 Strengthen the capacities of local authorities in coordination, monitoring, evaluating and documenting project processes, methodologies and experiences and finding the means and appropriate forums for extending the processes to other local authorities.
- 4.4 Intensify awareness of communities, local leaders and decision makers of the specific determinants and consequences of the AIDS epidemic and associated development challenges leading to behavioral change.
- 4.5 Provide a forum for members to network, consult and exchange experiences in order to reinforce solidarity amongst members and their partners and to influence policy
- 4.6 Facilitate the promotion, implementation and evaluation of effective multi-sectorial responses to the HIV/AIDS epidemic in local authorities in Zambia.

- 4.7 Support and strengthen the capacity of local authorities and community stakeholders to provide wellness policies and programmes.

5.0 ARTICLE 5: GENERAL POWERS

AMICAALL Zambia shall have the power to carry out the following:

- 5.1 To hire, acquire, let, encumber and dispose of property, movable and immovable
- 5.2 To open, close and operate banking accounts
- 5.3 To carry out all other lawful activities in furtherance of the objectives of AMICAALL Zambia.

6.0 ARTICLE 6: REGISTERED OFFICE

The registered office of AMICAALL Zambia shall be at the Lusaka City Council. The Registered office may be transferred to any other place or location within Zambia by a two-thirds majority decision of the committee.

7.0 ARTICLE 7: MEMBERSHIP

- 7.1 AMICAALL Zambia consists of the following categories of members who subscribe to the declaration on HIV/AIDS made by Mayors and Municipal leaders on August 24, 2002- Ordinary Members, Associate Members and Honorary Members
 - 7.1.1 Ordinary Members shall be all local authorities in Zambia, represented by four representatives from each member council
 - 7.1.2 Associate members shall include organisations, Institutions or individuals who are partners and/or collaborators of AMICAALL Zambia and who share common objectives with those of AMICAALL Zambia. Associate membership, is conferred by the AMICAALL Zambia Programme Steering Committee.
 - 7.1.3 Honorary Members shall be persons who have rendered distinguished and auspicious service to AMICAALL Zambia. Honorary membership is conferred by the AMICAALL Zambia Programme Steering Committee.

7.2 Membership of AMICAALL Zambia shall be recorded in a membership register.

8.0 ARTICLE: RIGHT AND OBLIGATIONS OF MEMBERS

8.1 Members shall have the right to participate in the various activities and programmes of AMICAALL Zambia and to have access to such information, data and documentation as AMICAALL Zambia can provide.

8.2 Members have an obligation to support and promulgate AMICAALL Zambia's objectives

8.3 Members shall have the right to attend and participate in the General Assembly and Special General Assemblies, however, only Ordinary Members shall have voting rights.

9.0 ARTICLE 9: ORGANISATION STRUCTURE OF AMICAALL ZAMBIA

9.1 AMICAALL Zambia shall comprise of the following structures:

9.1.1 The General Assembly

9.1.2 AMICAALL Zambia Programme Steering Committee

9.1.3 National Coordination Office

9.1.4 Local Authorities

9.1.5 Wards

10.0 ARTICLE 10: GENERAL ASSEMBLY

10.1 AMICAALL Zambia shall hold a General Assembly each year

10.2 The General Assembly is composed of all members of AMICAALL Zambia Stakeholders, partners and experts may also be invited to participate in the General Assembly, however, voting rights are restricted to Ordinary Members.

10.3 The General Assembly shall receive the annual report of AMICAALL Zambia and financial Reports, elect members of the AMICAALL Zambia Programme Steering Committee,

Propose policies in order to guide the committee and National Coordination Office and to carry out all actions required by the constitution and necessary to pursue the objectives of AMICAALL Zambia.

- 10.4 The General Assembly shall also be a forum for information sharing, identification and resolving challenges that face AMICAALL Zambia and its partners in programme implementation and generally supporting the members.
- 10.5 A quorum for the General Assembly shall be constituted by half the Ordinary Members of AMICAALL Zambia who must be fully paid-up members of the Local Government Association of Zambia (LGAZ).
- 10.6 Decisions at the General Assembly shall be taken by simple majority by a show of hands. In the event of equality of votes; the Chairperson shall have a casting vote in addition to his or her deliberative vote;
- 10.7 Voting for purpose of electing members of the AMICAALL Zambia Programme Steering Committee shall be by secret ballot in accordance with the Local Government Association of Zambia Electoral Rules;
- 10.8 An ordinary member shall have one vote at any General Assembly;
- 10.9 The Chairperson of the Committee shall be Chairperson of the General Assembly or if he or she is not available the Vice Chairperson or in the absence of both the Chairperson and the Vice Chairperson, another member of the Committee as agreed by the General Assembly shall act as Chairperson;
- 10.10 Notice of General Assembly meeting and the Agenda shall be provided in writing to the members by the National Coordinator at least one month prior to the date of the meeting;
- 10.11 Written minutes of each General Assembly shall be taken by the National Coordinator, which minutes shall reflect every decision taken .The minutes of a meeting shall be

submitted at the next General Assembly for the confirmation as to the correctness thereof or otherwise;

10.12 A special General Assembly may be called by the Committee and shall be called upon the submissions of a request for such meeting signed by at least one third of the members of AMICAALL Zambia under circumstances of exceptional importance and urgency;

10.13 A special General Assembly shall have all the powers of a General Assembly; however the agenda for such meeting shall be limited to the issue or issues motivating the meeting.

11.0 ARTICLE 11: AMICAALL ZAMBIA PROGRAMME STEERING COMMITTEE

11.0 The purpose of the AMICAALL ZAMBIA Programme Steering Committee is the effective management of the AMICAALL Programme, through the National Coordinator to ensure achievement of set objectives.

11.1 The Committee is responsible for the broad operations, policy direction and coordination of AMICAALL Zambia Activities.

11.1b Where a casual vacancy of the members in terms of Article 11.2 occurs for whatever reason during the term of office, the Steering Committee shall appoint a person from the same category of members to serve as a member for the rest of the term of office.

Provided that vacant positions occasioned by staff transfers shall be filled by the Principal Officers succeeding such officers in respective Councils.

Provided further that a Principal Officer transferred within the same Province shall retain their position on the National Steering Committee.

11.2 Membership of the committee shall comprise two representatives each from Ordinary Member councils in each province comprising a councillor and a Principal Officer.

11.2.1 Ex officio members (one representative nominated from the following key stakeholders organisations or institutions and partners);

- National HIV/AIDS,STI and TB Council
 - Zambia Network of People Living with HIV/AIDS
 - United Nations Development Programme
 - United Nations HIV Programme
- 11.3 Individuals elected to the Steering Committee shall hold office as individuals on behalf of their sponsoring Local Authority and they will continue as members of the steering Committee for the unexpired period of their term of office as long as they remain councillors or officers in their sponsoring Local Authorities
- 11.4 Election and nomination of the members of the committee shall take into account the maintaining of gender balance wherever possible;
- 11.5 The Chairperson and Deputy Chairperson of the Committee shall be elected by the committee from among the members of the Steering Committee;
- 11.6 The tenure of office for the Chairperson and Deputy Chairperson shall be two and half years unless in the interim, he or she ceases to be a councillor or whatever reason ceases to be a member of the committee.
- 11.7 The Chairperson and in his/her absence or when specifically delegated to so do the Deputy Chairperson, oversees the activities of the Steering Committee and ensures that the objectives of AMICAALL Zambia are realized.
- 11.8 The AMICAALL Zambia National Coordinator shall be Secretary to the committee and shall ensure that all decisions of the committee are carried out.
- 11.9 The agendas, reports and supporting materials for all committee meetings shall be dispatched to members by the National Coordinator so as to be received at least two weeks prior to the date of the meeting.
- 11.10 The tenure of office for the committee shall be two and half years and shall be renewable once.

- 11.11 The committee shall meet at least twice annually
- 11.12 The Chairperson may at any time, and as required at the written request by half the member of the Committee, call a special meeting provided that a period of fourteen days' notice is given. Only items on the agenda as notified are to be deliberated at a special meeting.
- 11.13 Each committee member whether elected or Ex-officio shall have one vote
- 11.14 The quorum for a committee is constituted by half of its members who must be fully paid-up members of LGAZ. Decisions are taken by majority vote of members present at a meeting. In the event of equality of votes, the Chairperson shall have a casting vote in addition to his or her deliberative vote
- 11.15 Written minutes of every meeting shall be taken by the National Coordinator, which minutes shall reflect each decision made. The minutes of a meeting shall be submitted by the National Coordinator at the next meeting for the confirmation as to the correctness thereof or otherwise. Approved minutes shall be signed by the Chairperson and Secretary.
- 11.6 Members of the Committee shall not be remunerated for services rendered in attending meetings or for carrying out any functions on behalf of AMICAALL Zambia. However, they shall be entitled to reimbursement of reasonable out of pocket expenses for travel accommodation and related costs in attending to AMICAALL business. This expense shall be borne by the sponsoring member councils.

12.0 ARTICLE 12: NATIONAL COORDINATION OFFICE

- 12.1 The National Coordination Office is located at the registered office of AMICAALL Zambia and is headed by a National Coordinator.
- 12.2 The National Coordination Office shall be the institutional focal point for AMICAALL Zambia and shall provide management and administrative support to AMICAALL Zambia activities, promote the AMICAALL strategy and develop partnerships.

13.0 ARTICLE 13: LOCAL AUTHORITIES AND WARDS

AMICAALL Zambia will utilize appropriate structures existing at local authority and ward level for implementation of the Programme. Supplementary structures may be created and recognized as AMICAALL structures at local authority, ward and community level as appropriate to facilitate implementation of the Programme at the discretion of the local authority and in consultation with the National Coordinator.

14.0 ARTICLE 14: FINANCES AND RESOURCES

14.1 AMICAALL Zambia is an organisation not for gain or profit and any incidental profits shall only be used in furtherance of the objectives of AMICAALL Zambia.

15.0 ARTICLE 15: DISSOLUTION

15.1 AMICAALL Zambia may be dissolved at the General Assembly or a Special General Assembly by two thirds majority vote of the members upon a proposal of which written notice of not less than one month shall be given to all members.

15.2 Upon dissolution of AMICAALL Zambia, its net assets if any and its records shall be transferred to the Local Government Association of Zambia as Trustees.

16.0 ARTICLE 16: AMENDEMENTS TO THE CONSTITUTION

This constitution may be amended by the General Assembly by two- thirds majority of ordinary members subject to at least thirty (30) days' notice of any proposed amendment(s) being given to members.

17.0 ARTICLE 17: OPERATIVE DATE

AMICAALL Zambia shall be constituted from the 21st October 2003, proof of which shall be the original Constitution of AMICAALL Zambia conclusively deemed to have been signed by the constituting members present at the meeting of Mayors and Municipal Leaders held on the date as appears from attendance list of constituting members attached to the minutes of the said meeting.