

PDRC STATUTE

**Xarunta Cilmibaarista Nabadda iyo Horumarka
(XCNH)**

**Peace & Development Research Center
(PDRC)**

GAROWE – SOMALIA

Statute of Peace and Development Research Center (PDRC)

ARTICLE 1: Name and Legal Status of the Organization

1. The name of the Organization shall be "Peace and Development Research Center" (in this Statute referred to by its initials "PDRC")
2. The PDRC is hereby established as an independent, non-profit making, non-political and non-Governmental (NGO)/research institution, in the territory of Somalia.
3. The PDRC is established in conformity with the laws in force in Somalia pertaining to the establishment and operation of non-profit, non-governmental organizations (NGO), based on the Somali Civil Code of Article 54.
4. The legal status of PDRC shall be that of juridical person (body corporate) with the rights to: (i) sue or be sued, (ii) acquire and dispose of movable and immovable property; (iii) borrow money from financial institutions; (iv) raise funds and receive contributions or donations in cash or in kind from individuals, institutions or organizations in or outside Somalia, for carrying out any of its objectives under ARTICLE 4, and may establish an endowment fund for that purpose.

ARTICLE 2: Seat of the PDRC

1. The official seat of the PDRC is Garowe town, the capital of Puntland Regional State of Somalia.
2. PDRC may establish offices, branches, subsidiaries, joint collaborative efforts or projects, in any part of the territory of Somalia, as may be authorized by its Advisory Board.
3. The seat of PDRC may be moved by decision of the Board to another city in Somalia for irrefutable reasons.

ARTICLE 3: Goal

Sustained development of PDRC as an institution dedicated to active research, focusing on human development, peace, reconciliation and reconstruction of Somali State.

ARTICLE 4: Objectives

The objectives of the PDRC shall be:

1. To contribute to peace, human security and development, through research and development work, by facilitating the efforts of the people, the government and their partners in the reconstruction and development of Somalia.
2. To facilitate consensus building and provide a forum for dialogue in local and national development priorities and policy alternatives between key actors i.e. government authorities, civil society, private sector and international development actors.
3. To develop local analytical and research capabilities in the field of postwar recovery and development.
4. To better define problems and priorities facing the Somali territory and its people.
5. To develop possible strategies and options for future development and for efficient utilization of resources.

ARTICLE 5. The Organs

The organs of the PDRC shall be:

1. A General Assembly;
2. An Advisory Board
3. The Management of the Center (Core Staff)

ARTICLE 6: Membership

1. The members of PDRC shall consist of the following categories:
 - a) **Founding members:** individuals and institutions that have contributed to the creation of PDRC and sustained it as its Board
 - b) **Ordinary members:** individuals who have applied for membership of PDRC and been admitted to the Organization in accordance with criteria and procedures laid down by the Advisory Board.
 - c) **Institutional members:** institutions with objectives similar or complementary to those of the PDRC that have applied for membership and been admitted in accordance with criteria and procedures laid down by the Board.
 - d) **Honorary members:** individuals who have rendered distinguished service for the promotion of the objectives of PDRC or who had provided exceptional financial or technical support to its activities.
2. Separate membership registers shall be kept for each category of members.

ARTICLE 7: Admission of Ordinary and Institutional Members.

1. The Core Staff generally receive and approve applications for ordinary members in accordance with the criteria and procedures laid down by the Board.
2. On the proposal of the Core Staff or a member of the Board, the Board may grant honorary membership to the Organization for certain personalities;
3. A candidate for membership is considered accepted after final decision of the Core Staff. The Core Staff have the responsibility to inform the Board of the situation of membership and of actions taken.
4. All members have the right to enjoy their moral, civil and political rights, within the framework of the rules and regulations of the Organization.

ARTICLE 8. Loss of membership

1. The position of membership is lost when a member resigns, does not pay due subscription fees, dismissed by the decision of the Board for violation of PDRC rules and

regulations, or for causing moral or financial harm to the organization.

2. Except for a member who dies or voluntarily resigns, the Core Staff shall review each case on its own merit and make the appropriate recommendations to the Board. .
3. Pending the final decision of the Board, the Core Staff may temporarily suspend the membership of any member, if in their considered opinion; continued membership is likely to cause serious financial or moral damage to the Organization.

ARTICLE 9: The General Assembly

1. The General Assembly of the PDRC shall be composed of all its members.
2. It shall meet at least once every two years and shall be convened by a written communication of the Director of the PDRC transmitted to all members not less than sixty days prior to the meeting together with a provisional agenda approved by the Board.
3. The General Assembly shall:
 - a. Review the annual reports of the PDRC and issue general guidelines for future operations;
 - b. Elect the Board members;
 - c. Appoint the auditors proposed by the Board.
 - d. Adopt amendments to the Constitution proposed by the Board or by one third of the members.
 - e. Approve the overall strategy and direction of the PDRC as adopted by the Board.

ARTICLE 10. The Board

The Board shall be composed of Eight (8) members, including the Executive Director, selected from:

- a. Knowledgeable persons in key social, economic, cultural and religious fields.
- b. Professionals, private entrepreneurs, representatives of women and other civic organizations.
- c. Respected Puntlanders in the Diaspora who can effectively contribute to the advancement of the objectives of the Organization.
- d. These eight Board members shall be nominated for the first two years, but will be

subsequently elected by the General Assembly;

- e. The Executive Director of PDRC, as an ex-officio, is a member of the Board, but with no voting power.
1. By the end of the first two years of the creation of the Board, the Board shall propose to the first meeting of the General Assembly, the number, composition and modalities of election of the Board.
2. During the first two years of the life of the selected Board members, the Board shall establish and adopt the rules, modalities and procedures for the management of PDRC. However, the current financial regulations will be in force until such a time that the Board decides to develop new financial regulations.

ARTICLE 11: Function of the Board

1. The Board
 - a. Approves the policies and programs of PDRC.
 - b. Provides guidance and feedback to the management of the Center (Core Staff) about the relevance and impact of PDRC activities;
 - c. Provides appropriate support and assistance to the management of the Center in its effort to secure funding and resource mobilization.
 - d. Reviews the annual budget and financial reports of the Organization and commissions the annual audit of the Organization by independent, reputable accountants.
 - e. May review and recommend changes to the governance, structure, policy, operations and the regulation of PDRC, or the number and composition of the Board members
 - f. May establish specific internal regulations and procedures for its deliberations and activities as well as the chairmanship of its meetings;
 - g. May exercise any other function considered necessary for the success of the operation of PDRC.
2. The Board shall meet twice a year to carry out its functions.
3. The Core Staff shall provide secretariat services to the Board...

ARTICLE 12: The Core Staff of PDRC

The Core Staff is composed of the Executive Director, an Administrative and Financial Manager, and a Research Coordinator, who perform the duties and responsibilities set out herewith or rules and regulations adopted by the Board.

ARTICLE 13 The Executive Director

1. The Board shall select and appoint the Executive Director of the Center, who is an ex-officio member of the Board with no voting powers. The Director of PDRC is the Chief Executive Officer and assumes the responsibility to generate grants and donations, management of personnel to make the Organization and its activities sustainable and efficient.
2. The Board may adopt special procedures and rules for the process of selection of the Executive Director.
3. The Executive Director of the Center may be removed from office for well-established reasons, and special procedures have to be followed in his/her removal from office. A vote of 2/3 (two third) majority of the total members of the Board will be required.

ARTICLE 14: Other Staff of the Center

1. Upon the recommendation of the Director of the Center, the Board adopts regulations and rules for the recruitment of the Administrative and Financial Manager, the Research Coordinator, as well as other regular and contractual staff members.
2. The members of the Core Staff have a duty to exercise loyalty to the organization, to carry out their responsibilities to the organization with care and diligence, and to maintain the confidentiality of non-public information about the organization.

ARTICLE 15. Regular and Contractual Staff

1. The administrative support staff and research personnel are considered as regular staff
2. Researchers, consultants, resource persons and other personnel engaged by the Center for a limited period of time and for performance of specific duty are considered as contractual staff. Their engagement and release will be governed by need and the terms of their contract, and are considered different from the regular staff
3. All staff of the Center (core, regular and contractual) is subject to the internal regulations and rules of the PDRC.

4. The regular and contractual staffs have a duty to exercise loyalty to the organization, to execute their responsibilities to the organization with care and diligence, and to maintain the confidentiality of non-public information about the Organization.

ARTICLE 16. Salaries, Emoluments and Other Entitlements

1. The salaries, emoluments and other entitlements of the Core, regular and contractual staff of PDRC shall be established by the Board and detailed in schedules annexed to the internal regulations and rules.
2. Staff regulations and rules shall fully take into account the labor laws of Puntland.

ARTICLE 17. Financial Sustainability

Income and other assets of PDRC may come from any or all of the following sources:

1. Funding and grants allocations or endowments by external donors;
2. Grants and contributions, in cash or in kind, or other donations, such as provision of premises for offices, land and other properties.
3. Membership subscriptions, and donations;
4. Income from fund-raising activities, such as direct mailing, media solicitations, solicitation from the Somalis in Diaspora;
5. Income from economic activities of the Center such as newspaper sales, consulting services, research and training sub-contracts;
6. Charges for support services

ARTICLE 18. Financial Regulations

1. The current Financial Regulations and Rules shall be reviewed and adopted by the new Board as temporary document.
2. The Financial Regulations of the PDRC shall conform to the internationally accepted principles of transparency and accountability, and financial laws adopted in Somalia.

ARTICLE 19. Auditor

1. An Auditor shall be appointed by the General Assembly for a two-year term, which may be renewed. All the accounts, records and documents of PDRC shall be opened to the

inspection of the Auditor at any time.

2. A copy of the Auditor's report shall be annually published and presented to the General Assembly and to the Board.

ARTICLE 20. Amendments to the Constitution.

Amendments to the Constitution of the PDRC must be approved by at least two third of the members present and voting at the General Assembly. Once approved, such amendments shall enter into force immediately.

ARTICLE 21. Dissolution.

1. The PDRC shall not be dissolved except by a resolution adopted by the General Assembly by a vote of two-thirds of the members present and voting.
2. In the event of dissolution, the Board shall establish the modalities for the disposition of any and all assets and properties of the PDRC subject to the payment of all its debts.

ARTICLE 22. Political Activity

Neither the PDRC nor any of its staff members shall engage in, or undertake in its name, any activity of a political nature. This clause shall not, however be interpreted or applied in such a way as to prevent a staff member from freely exercising his/her civil and political rights in accordance with the constitution of Puntland.

- The End -



Amendment 01:

The General Assembly (GA) meeting of the organization, held on 22nd to 23rd march, 2016, has made the following amendment to article 1 and related sections in article 2 of the Statute.

The General Assembly acknowledging the importance of improving the scope and the mandate of the organization has changed the name from the former:

1. Puntland Development Research Center (PDRC), to
2. Peace & Development Research Center (PDRC)

Thus the abbreviation/Acronym of the organization remains the same. The Advisory Board and the Management of the organization will launch the new name.