

THE
CONSTITUTION
OF THE
ANTWI MENSAH AND FAMILY
FOUNDATION
(A USA Non-Profit Organization Operating in Ghana)

ADOPTED THIS 14th DAY OF MARCH 2022

THE CONSTITUTION OF THE ANTWI MENSAH AND FAMILY FOUNDATION

PREAMBLE

- A. *The Antwi Mensah And Family Foundation has been formed to support and help with the ongoing needs (facilities, instruction, etc.) of the Ejisu Roman Catholic School and other similar institutions in the Ejisu, Ashanti, Ghana municipality with the goal of enhancing the learning experience of students who attend the school(s), as well as the satisfaction of their teachers and staff..*
- B. *We are adopting this Constitution to guide the Foundation's affairs as well as its operations in Ghana.*

ARTICLE ONE (1) - NAME

- 1.1 The name of the Organization is **Antwi Mensah And Family Foundation (AMAFF)**.
- 1.2 It is a Charitable and Non-Profit Corporation registered in the State of Minnesota in the United States of America, with an address of **7760 Long Lake Road, Mounds View, MN 55112, USA**
- 1.3 The Foundation has also been awarded a USA **501 (c) (3)** status with a US Federal Employer Identification Number (**EIN**).
- This designation permits individuals or corporations that make financial donations to the Foundation to reduce their USA Federal income tax burden by the amount of the financial donation.
 - All donations to AMAFF will be exempted from USA Federal income taxes.
- 1.4 The Foundation is also registered in Ghana as a Non-Profit organization with a Registration No. of **CG015350322**. A Tax Identification Number (TIN) has been assigned to the Foundation as well.

- 1.5 The Foundation’s Office Address in Ghana is **AK-7124423**, Sokoban Kumasi, Ghana. Its mailing address in Ghana is **P.O. Box EJ550**, Ejisu, Ashanti, Ghana

ARTICLE TWO (2) – PURPOSE

The **purpose** of this Foundation is:

- 2.1 To continually improve and enhance the educational performance and experience of the Ejisu Roman Catholic school students (**Pre-Kindergarten [Nursery] through Junior High school**) in the Ejisu municipality area in Ghana, through upgraded toilet/washroom facilities (Water-Closet type), improved classroom hardware and resources, updated library, and adequate computer and science laboratories.
- 2.2 The Program will be expanded to include qualifying schools in the Ejisu municipality area, as time goes on.
- 2.3 All the above objectives and subsequent ones will be accomplished by partnering and working with the key stakeholders of the school (the presiding Catholic Parish Priest of the Ejisu St. Anthony Catholic Church, the Church Board, the School Faculty, the School Management Committee (SMC), the Parent/Teacher Association (PTA), the Paramount Chief of Ejisu, etc.). The Ejisu Municipal Assembly, the Works/Town and Country Departments, Health, etc. will all be looped in on the process.

ARTICLE THREE (3) – GOVERNANCE STRUCTURE

3.1 BOARD OF DIRECTORS

- 3.1.1 The Board will be comprised of two (2) co-chairpersons and three (3) officers
- 3.1.2 All members of the Board are permanent and belong to the immediate Antwi Mensah family

3.1.3 **Co – Chairpersons**

1. Dr. John Kofi Antwi Mensah (*Also Ghana Director*)
2. Mrs. Sheila Akua Mensah

3.1.4 **Officers**

- 1 Dr. Kwame Nyanten Mensah
- 2 Mr. Kwadwo Antwi Mensah
- 3 Ms. Akua Banie Mensah

3.2 **GHANA PERSONNEL**

3.2.1 The Foundation’s projects in Ghana shall be coordinated and supervised by a minimum of two (2) part-time and salaried associates residing in Ghana. These associates will work closely with the Board of Directors to get the projects planned and executed.

3.2.2 **Current Associates**

The two Associates currently residing in Ghana are.

1. Mr. Kwabena Amoako Antwi (*Also Ghana Director*)
2. Mr. Kwame Kyeremateng Mensah-Aborampah (*Also Ghana Secretary*)

The number, the composition and salary of Associates in Ghana will be reviewed by the Board periodically and as warranted.

3.3 **MEETINGS**

3.3.1 The Board shall meet annually and as needed during the year.

3.3.2 The co-chairs shall meet with the associates residing in Ghana at least once a year and on as needed basis during the year

ARTICLE FOUR (4) – OPERATIONS

- 4.1 The Antwi Mensah and Family Foundation is doing business in Ghana as a charitable non-profit organization
- 4.2 The Foundation shall operate on project basis working with the appropriate local officials, employees and contractors.
- 4.3 The Foundation's first project commenced in 2019 and is geared towards upgrading the Toilet/Washroom situation by constructing a total of 16 (sixteen) Water Closet Toilet stalls on the campus of the Ejisu Roman Catholic School.
- 4.4 Additional and subsequent projects will be identified and tackled at the appropriate times.
- 4.5 The Board of Directors shall be responsible for approving individual projects for the Foundation to work on.

ARTICLE FIVE (5) – FUNDRAISING

- 5.1 The Foundation shall develop a Website for the purpose of showcasing ongoing activities and accomplishments as well as for soliciting donations for its operations.
- 5.2 The Foundation's programs will be funded with contributions from the Board as well as proceeds from Fundraising activities and individual contributions.
- 5.3 Funds shall be solicited from three categories of donors:
 1. Individuals (friends, family, businessmen, businesswomen and sympathizers)
 2. Selected philanthropic organizations, e.g.
 - 1) USAID – United States Agency for International Development

- 2) The Bill and Belinda Gates Organization and similar organizations
- 3) The Rockefeller Foundation
- 4) The Ford Foundation
- 5) Other similar organizations

3. Other interested entities (Corporations, Funds, etc.)

- 5.4 Although the bulk of the fundraising campaigns and activities will occur in the USA, attempts will be made to raise funds from Ghana as well.
- 5.5 The Board of directors shall make financial contributions towards the success of the foundation, as needed.

ARTICLE SIX (6) - FINANCES AND REPORTING

- 6.1 The financial assets of the Foundation will be housed in two Accounts at reputable Banks – a Business account in the USA and a similar one in Ghana.
- 6.2 The USA bank account shall be managed by the Foundation's Co-Chairpersons.
- 6.3 The Ghana bank account shall be managed by the Associates residing in Ghana under the supervision of the Co-Chairpersons.
- 6.4 The Foundation's transactions will be carefully tracked using a General Ledger or a similar accounting tool/software
- 6.5 An annual report of the Foundation's revenues and expenses will be prepared by the Co-Chairs for internal use.
- 6.6 An internal audit of the Foundation's financial transactions will be performed annually and will be available for banking and regulatory purposes.
- 6.7 The Foundation is required to file Federal Tax Returns (**IRS Form 990-N**) no later than May 15th of every Calendar year.

ARTICLE SEVEN (7) - AMENDMENTS TO CONSTITUTION

7.1 The constitution may be amended by the Board at a general meeting duly convened.

SIGNED: *Dr. John Kofi Antwi Mensah*
CO-CHAIRPERSON

DATE: *March 22, 2022*

SIGNED: *Mrs. Sheila Akua Mensah*
CO-CHAIRPERSON

DATE: *March 22, 2022*