KENVERSITY DT SAVINGS AND CREDIT COOPERATIVE LIMITED
EXTRACT OF THE PROPOSED AMENDMENT TO THE SACCO BY-LAWS TO BE TABLED IN THE SPECIAL GENERAL MEETING OF 15TH AUGUST 2026

CURRENT BYLAWS	PROPOSED AMENDMENTS

CURRENT SELECTED PROPOSAL FOR AMENDMENTS	PROPOSED AMENDMENT
ITEM NO: 1 **<u>INTERPRETATIONS AND DEFINITIONS</u>** **CLAUSE(S): 4.3** "General meeting" shall be a meeting (either "Annual" or "Special") for all members duly convened by the Sacco society to conduct its business	**ITEM NO: 1** **<u>INTERPRETATIONS AND DEFINITIONS</u>** **CLAUSE(S): 4.3** The following phrases have been inserted: - (i) x "Delegates Meeting" shall be a meeting (either "Annual" or "Special") for all members duly convened by the SACCO Society to conduct its business. (ii) xxxii "Delegate" shall mean member designated and or elected to represent and act on behalf of society members from the respective electoral zones. (iii) xxxiii "Electoral Unit "Means a defined voting unit consisting of one or more clusters, established to facilitate the election of delegates in an organized and equitable manner (iv) xxxiv "Electoral Zone" means a broader geographical or operational area comprising several electoral units, within which members elect delegates to represent them at the Delegates Meeting. (v) xxxv "Volume of business" means the remittances received from institutions or individuals of a homogeneous class of membership at the Sacco.
ITEM NO: 2 **CLAUSE(S): 10** **<u>ADMISSION INTO MEMBERSHIP</u>** 10.1 An applicant shall be admitted to membership on being accepted by a simple majority vote of the Board of Directors, but	**ITEM NO: 2** **CLAUSE(S): 10** **<u>ADMISSION INTO MEMBERSHIP</u>** Section 10.1 be amended by inserting the following: - 10.1 An applicant shall be admitted to membership on being accepted by a simple

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shall not qualify for the rights and privileges of membership until he/she has paid an entrance fee of Kshs.500/= and paid in full at least 15 shares of Kshs.200 each (Kshs. 3,000) as shares and a minimum monthly deposit of Kshs. 1,500/= or any other amount decided upon by Board of Directors and approved by the General Meeting of the SACCO Society from time to time.	majority vote of the Board of Directors, but shall not qualify for the rights and privileges of membership until he/she has paid an entrance fee as set by the Board and paid in full at least 50 shares of Kshs.200 each (Kshs. 10,000/=), and a minimum monthly deposit as set by the Board or any other amount decided upon by Board of Directors and approved by the Delegates General Meeting of the SACCO Society from time to time.
ITEM NO: 3 **CLAUSE(S): 12.** **<u>RIGHTS OF MEMBERS</u>** Attend and participate in decision making at General Meetings. Each member shall have one vote irrespective of the member's total shareholding;	**ITEM NO: 3** **CLAUSE(S): 12** **<u>RIGHTS OF MEMBERS</u>.** Clause 12.1 be amended to read as follows: Attend and participate in decision making at Zonal Meetings. Each member shall have one vote irrespective of the member's total shareholding;
ITEM NO: 4 **CLAUSE(S): ****** **<u>PROCEDURE OF SUSPENSION AND REMOVAL OF A DELEGATE</u>** This Clause is not in the current By Laws	**ITEM NO: 4** **CLAUSE(S): 21.6 – 21.8** **<u>PROCEDURE OF SUSPENSION AND REMOVAL OF A DELEGATE</u>** The following to be inserted a clause 21.6 **21.6 SUSPENSION AND REMOVAL OF A DELEGATE** 21.6 The Board of Directors may suspend a delegate subject to removal by the General Meeting who:- i. Fails to maintain the confidentiality test as provided for in the code of conduct for delegates and applicable law.

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	ii. Continuously spreads malicious information about the Board, Management and the SACCO in general. iii. Acts in any manner prejudicial to the interests of the SACCO. iv. Fails to fulfill his/her obligations to the SACCO whether stated in these by-laws, general internal regulations, a resolution of the general meeting or in contravention of any other legal document, provided such a delegate has been called upon to do so but has failed. v. Is convicted by a court of law with an offence involving fraud or dishonesty pending the determination of the matter. vi. Is found to have willfully furnished false particulars in his application for delegate of the Sacco. vii. Adversely mentioned in an inquiry for financial impropriety or corrupt practices. viii. Is removed by the Commissioner of Co-operatives or Sacco Society Regularity Authority under the provisions of Co-operative Societies Act, Sacco Act and the Rules. ix. Any other reason approved by a general meeting and / or as may be contained in the SACCO's code of ethics. 21.62A delegate who is in suspension shall NOT enjoy rights and privileges of a delegate and shall not attend general meetings and/or other delegates' forums unless invited in writing.

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	21.63 Provided that, no delegate shall remain in suspension for a period of more than 12 months. **21.7 PROCEDURE OF SUSPENSION AND REMOVAL OF A DELEGATE** a) Upon formal and written proof that a delegate has committed a violation punishable by removal, the board shall serve a thirty (30) days written notice to the delegate stating the reason(s) for the proposed removal and requiring him/her to file a defense. b) Upon the expiry of the 30 days and taking into consideration the delegates defense if any, the board shall initiate administrative inquiry and make a decision on its findings within 15 days. The Board may; - i. Suspend the delegate pending removal by the Delegates General Meeting or ii. Impose any other punishment as may be in this Bylaw or as may be directed by the general meeting from time to time. c) A suspended delegate may appeal to the General Meeting, if not satisfied with the decision of the Board of Directors provided that notice and grounds of such appeal have been filled not later than thirty (30) days before the date of the General meeting. Upon hearing the appeal, the delegates may: - i. Reinstate the delegate ii. Confirm the suspension and consequently remove the delegate

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	d) Where a suspended delegate does not prefer an appeal through the general meeting, the board shall present its finding to the next General meeting which may either lift the suspension or remove the delegate. e) Provided that, the delegate who has been removed shall continue to enjoy his or her rights of membership as provided for in these by laws. **21.8 CESSATION OF THE TERM OF A DELEGATE** a) The term of a delegate shall cease before expiry of the three (3) years upon a delegate's: i. Death ii. Expulsion or removal by the Delegates General meeting iii. Certifiable insane or incapacitation iv. Ceasing to hold the qualifications of a delegate as specified in these By- Laws. v. Defaulting vi. Adversely mentioned in an inquiry for financial impropriety or corrupt practices. vii. A Delegate who is elected or appointed to a political office shall cease to hold office as a Delegate. viii. Being transferred outside his/her electoral zone/unit and unable to serve and replaced as provided for in these by laws. ix. A written complaint signed by at least Two Thirds ($^2/_3$) of the members from his electoral unit outlining service dissatisfaction and replaced as provided in these by laws. Upon occurrence of any of (i-ix) above, a by-election in the respective electoral unit or cluster in which a vacancy has occurred shall be carried out within 90 days or next Electoral Zone elections whichever comes first.

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ITEM NO: 5 **CLAUSE(S): 39** **<u>ELIGIBILITY FOR MEMBERSHIP TO THE BOARD</u>** No person shall be eligible as a member of Board of Directors if s/he;- (i) All Board members shall be at least 21 years of age. (ii) Has not been a member of the Sacco Society for at least one year prior to the General meeting. (iii) Has been adversely named by the Commissioner or his/her representative in an inquiry report endorsed by an Annual or Special General meeting for mismanagement or corrupt practices whilst still a member of the Board of a co-operative society or union in the last ten years, or named in any other national inquiries where he/ she has been shown to be engaging in dishonest activities. (iv) Has been adversely named by the Authority in an inspection report for mismanagement or corrupt practices while still a member of the Board of a Sacco society. (v) Has been charged of any offence involving dishonesty, a crime involving fraud, perjury or breach of contract of a licensed financial institution. (vi) Has been convicted of any offence involving dishonesty or is imprisoned for three months or more with a crime involving fraud, perjury or breach of contract of a licensed financial institution. (vii) Is a defaulter and has acted in any way prejudicial to the interest of the SACCO Society.	**ITEM NO: 5** **CLAUSE(S): 33** **<u>ELIGIBILITY FOR MEMBERSHIP TO THE BOARD</u>** **Clause 39 in the current Bylaws to be replaced by clause 33 as follows; -** 33.1 No person shall be eligible as a member of the Board of Director if he/she: - a) Has NOT served as a delegate for at least three (3) years prior to election subject to the transition period. During the transition the serving board members will be deemed to be delegates for a period of 3 years subject to the end of their respective terms. Except for the first three years where any delegate who meets the requirement can be elected as a director. b) Is not a current or former employee of Kenyatta University. c) has been adversely named by the Commissioner in an Inquiry Report endorsed by a General Meeting for mismanagement or corrupt practices whilst still a member of the Board of a Co-operative Society or Union in the last ten (10) years, or mentioned adversely in any other national government inquiries where he/ she has been shown or alleged to be engaging or have engaged in dishonest activities d) has been adversely named by the Authority in an Inquiry Report for mismanagement or corrupt practices while still a member of the Board of Directors or officer of a SACCO in Kenya;

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(viii) Shall not have attained a minimum of "O" Level Certificate of Education or equivalent. (ix) Is undis-charged bankrupt. (x) Is of unsound mind. (xi) Is a Board member of another existing SACCO society licensed under the Act. (xii) Is an official of or holds a political office at any level. (xiii) Does not conform to minimum qualification standards in accordance to the applicable law. (xiv) Has been removed from public office on disciplinary action. (xv) Has not duly executed the Fit and Proper Test form as provided in the Regulations.	e) has been barred or prohibited from holding office as a director or officer of a SACCO by the Authority; f) has been charged of any offence involving dishonesty, a crime involving fraud, perjury or breach of contract of a licensed financial institution. g) has been convicted of any offence involving dishonesty or is imprisoned for three months or more with a crime involving fraud, perjury or breach of contract of a licensed financial institution. h) Is a current Board of Directors and, becomes delinquent and does not make good the default within a period of 90 days. i) Is un dis-charged bankrupt; j) Is of unsound mind; k) shall not have attained a minimum of post-secondary level certificate of Education or equivalent. l) is a member of the Board of Directors of another existing SACCO authorized or licensed under the Sacco Societies Act; m) Is an official of or holds a political office at any level or has been gazetted by an election body to vie for a political seat in an election. n) Receives any remuneration, salary or other payment from the SACCO. o) Does not conform to minimum qualification standards in accordance to the applicable law. p) Has been removed from public office or barred from holding public office by any agency of the government, on disciplinary action.

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	q) has not executed and submitted or caused to be submitted to the Authority, the Fit and Proper Test Form as provided in the Regulations. r) has not attained non-withdrawable deposits of Ksh. 1,000,000 as at the close of the previous financial year or any amount decided by the General meeting. s) Has not attained a minimum share capital worth Ksh.50,000 or any other amount approved by the General Meeting from time to time. t) Lends money on his own account. u) Has not within thirty days (30) of being elected, declared his wealth to the commissioner in the prescribed manner. v) Has not filed an indemnity with the Commissioner in Form V within fourteen days (14) of his election to the board. w) He is voted out by two thirds majority of the members present and voting at a General meeting. x) Is not a delegate of the Sacco.
ITEM NO: 6 **CLAUSE(S): 33** **<u>GENERALMEETINGS</u>** 33.1 The supreme authority of the Sacco Society shall be vested in the General Meeting of members. 33.2 An Annual General meeting shall be convened within four (4) months after the end of the Sacco Society's financial year.	**ITEM NO: 6** **CLAUSE(S): 34** **<u>GENERALMEETINGS</u>** Amend Clause 34 from Members General meetings to Delegates General Meetings as follows: - 34.1: ANNUAL DELEGATE AND SPECIAL DELEGATE MEETING

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33.3 An Annual General Meeting shall be convened by giving at least fifteen days written notice to the members. 33.4 A Special General Meeting of the Sacco society may be held when convened by either the: - (i) Board. (ii) Commissioner. (iii) Board within 15 days of receipt of a written request by at least 100 or one fourth of the members whichever is less stating the objects and reasons for calling the meeting. 33.5 Provided the request from the member(s) is deposited by registered mail at the Sacco Society's address or delivered to the Chief Executive Officer at the Sacco society's offices within normal working hours. 33.6 Members in (36.5) above, if the Board fails to convene a meeting within fifteen days of receiving notice under the Co-operative Act, the members shall give notice to the other Members of the Sacco Society, stating the object and reasons for the meeting and the fact that the Board has failed to convene the meeting. 33.7 Any business not completed at an Annual General Meeting may be taken up at a subsequent special General Meeting.	The supreme authority shall be vested in a general Meeting of delegates elected in a manner prescribed in these By-laws. The delegates shall have the right to attend, participate and vote on all matters during the meeting**.** The Sacco shall have two types of General Meetings namely – a) Annual Delegates Meeting(ADM); and b) Special Delegates Meeting(SDM) 34.2 The **Annual Delegates Meeting** shall be convened within four months after the end of the Sacco's financial year to undertake such business as is laid down in these by-laws. 34.3 A Special Delegates Meeting(SDM) of the Sacco may be held when convened by the- i. Board of Directors ii. Commissioner or his representative iii. Board within 15 days of receipt of a written request by at least **60 delegates or a half ($^1/_2$)** of the delegates, whichever is less; Provided that the request is deposited by registered mail at the SACCO's address or delivered to the Chief Executive Officer at the SACCO' offices within normal working hours. iv. For a **Special Delegates Meeting** requested by the delegates, the request must state the object of the meeting being called, and the signatures of at least 60 delegates or a half ($^1/_2$) of the delegates, whichever is less. The request shall

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	be deposited in the registered office of the Sacco. Such meetings shall be convened within fifteen days. **34.2 FAILURE TO CONVENE SPECIAL DELEGATES MEETING** If the Board of Directors fail to convene a Special Delegates Meeting within fifteen (15) days of receipt of notice from delegates as provided in **34.**1above, such delegates shall convene the Special Delegates Meeting as requested by notifying the Commissioner and the Board of Directors, stating the object and reasons for the meeting and the fact that the board has failed to convene the meeting. **34.3. DELEGATES MEETING** (a) The Supreme Authority of the SACCO Society shall be vested in the General meetings. (b) An Annual Delegates meeting shall be convened within four (4) months after the end of the SACCO Society's financial year. (c) Annual Delegates Meeting shall be convened by giving at least fifteen days' written notice to the delegates. (d) Provided the request from the delegate(s) convene a Special Delegate meeting is deposited by registered mail or email at the SACCO Society's address or delivered to the Chief Executive Officer at the SACCO Society's offices within normal working hours. (e) If the Board fails to convene a meeting within fifteen days of receiving notice under the Co-operative Act, the members shall give notice to the other Members of the SACCO Society, stating the object and

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	reasons for the meeting and the fact that the Board has failed to convene the meeting. (f) Any business not completed at an Annual Delegates Meeting may be taken up at a subsequent Special Delegates Meeting. (g) The Society shall conduct either physical, virtual or blended General meetings.
ITEM NO: 7 **CLAUSE(S): 35** **<u>NOTICE OF MEETINGS</u>** **7.NOTICE OF MEETING** **35.1** At least fifteen clear days' notice shall be given in the case of an Annual General Meeting. 35.2 The Honorary Secretary shall take all usual steps to publish the notice of the meeting in public places, on the Sacco Society's notice board (s), in local newspapers or news–sheets, including the media or any other mode decided by the members. 35.3 All notices shall include a statement of the business to be dealt with. 35.4 For a Special General Meeting requested by the members, the notice must state the object of the meeting being called, and be signed or thumb-marked by the requestors. The request shall be deposited in the registered office of the society.	**ITEM NO: 7** **CLAUSE(S): 35** **<u>NOTICE OF MEETINGS</u>** **Amend Clause 35 of the current to read as follows:** 35.1 At least fifteen days' notice shall be given in the case of an Annual Delegates Meeting. 35.2 The Honorary Secretary shall take the prescribed steps to publish the notice of the meeting in public places, on the Sacco Society's notice board (s), in local newspapers including the media or any other mode of communication. 35.3 All notices shall include a statement of the business to be dealt with. 35.4 For a Special Delegates Meeting requested by the delegates, the notice must state the object of the meeting being called, and be signed or thumb-marked by the requestors. The request shall be deposited in the registered physical address of the Society.

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ITEM NO: 8 **CLAUSE(S): 36** **QUORUM** As per current By Laws Quorum is for Members General meeting	**ITEM NO: 8** **CLAUSE(S): 36** **QUORUM** **Amend quorum for delegates meeting as follows: -** 36. Quorum Except when convened by the Commissioner, the presence of at least 60 delegates or 50% of the total delegates, whichever is less, shall constitute a quorum to conduct business at the General Meeting.
ITEM NO: 9 **CLAUSE(S): 38** **DUTIES OF DELEGATES MEETINGS** **DUTIES OF GENERAL MEETINGS** 38.1 The General meeting shall have the powers and duties prescribed in the Sacco Act, Regulations, Co-operative Act, Rules and these by-laws. It shall: (i) Consider and confirm the minutes of the previous General Meeting. (ii) Consider reports of Board, Supervisory Committee, the Commissioner or his/her representative and the audited accounts on the Sacco Society's activities during the past financial year. (iii) Consider and resolve on the manner in which any available surplus shall be distributed or invested, subject to the Act, Regulations, Co-operative Societies Act and Rules. (iv) Elect or remove members of the Board and the Supervisory Committee,	**ITEM NO: 9** **CLAUSE(S): 38** **DUTIES OF DELEGATES MEETINGS** **Amend duties of General meeting to duties of delegates meeting as follows:** 38.1 The Delegates Meeting shall have the powers and duties prescribed in the SACCO Act, Regulations, Co-operative Act, Rules and these By-Laws. It shall: - (i) consider and confirm the minutes of the previous Delegates Meeting, (ii) consider reports of Board, Supervisory Committee, the Commissioner or his/her representative and the audited accounts on the SACCO Society's activities during the past financial year, (iii) consider and resolve on the manner in which any available surplus shall be distributed or invested, subject to the Act, Regulations, Co-operative Societies Act and Rules, (iv) elect or remove members of the Board and the Supervisory Committee, subject to the Act, Regulations and these By-Laws,

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subject to the Act, Regulations and these by-laws. (v)Fix the indemnity for the elected committee members and management staff. (vi) Consider recommendations on expulsion of members and refusal of membership by the Board. (vii) Fix the maximum liability which the Sacco Society may incur in loans and deposits from members and non-members. (viii) Approve the estimates of income and expenditure for the financial year following the General Meeting. (ix) Approve/Fix the honoraria and bonuses, if any, for Board of Directors/Supervisory Committee or employees of the Sacco Society. (x)Decide on the management structure, including the establishment of branches to facilitate efficient and cost effective delivery of services to members. (xi) Appoint bankers, auditors and advocates of the Sacco Society for the ensuing year. (xii) Approve affiliation to National Co-operative Organizations for SACCO societies and the Apex bodies. (xiii) Transact any other business of the Sacco Society for which notice has been given to members in the manner prescribed in these By-laws. All members have a right to attend the General Meeting and participate in its deliberations however they may be required to identify themselves.	(v) consider recommendations on expulsion of members and refusal of membership by the Board, (vi) fix the maximum liability which the SACCO Society may incur in loans and deposits from members and non-members, (vii) approve the estimates of income and expenditure for the financial year following the Delegates Meeting, (viii) approve/fix the honoraria and bonuses, if any, for Board of Directors/Supervisory Committee or employees of the SACCO Society, (ix) advise on the establishment of branches to facilitate efficient and cost effective delivery of services to members, (x) appoint bankers, auditors and advocates of the SACCO Society for the ensuing year, (xi) approve affiliation to National Co-operative Organizations for SACCO societies and the Apex bodies, (xii) transact any other business of the SACCO Society for which notice has been given to members in the manner prescribed in these By-laws. 38.2 All qualified Delegates have a right to attend the delegates Meeting and participate in its deliberations however they may be required to identify themselves.

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ITEM NO: 10 **CLAUSE(S): ******* **<u>ZONES</u>** **ZONES** THIS CLAUSE IS NOT IN THE CURRENT BY LAWS	**ITEM NO: 10** **CLAUSE(S): 40** **<u>ZONES</u>** **Insert new clause 40 to read as follows:** . 40.1. ESTABLISHMENT OF ZONES The Sacco Society may cause to establish Zones based on, but not limited to , Schools, Campuses, departments, branches, outlets geographical distance distribution, teaching, non-teaching staff, gender, special groups and retirees for purposes of representation and carrying out education to members. The number of delegates per zone will be determined by volume of business. **40.2 ELECTORAL ZONES** Electoral Zone" means a broader geographical or operational area comprising several electoral units, within which members elect delegates to represent them at the Delegates Meeting a) The members shall exercise their rights and obligations at the meetings held at the zones. b) The members shall democratically elect their delegates in their zones who shall represent them in the Sacco. c) Delegates from respective zones shall convene meetings in consultation with the Board on regular basis but one year will not lapse before meeting being held. d) Every delegate will retire after three-year term and is eligible for re-election.

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	e) The functions and duties of the zonal meetings shall consist the following: - i. Election of delegates at the jurisdiction to attend the Delegates General Meetings on their behalf, ii. Recall delegates from their electoral zones as per the provision of this policy and bylaws, iii. Present projects, budgets and other activities of the region to be approved at the Delegates General Meetings and the Board, iv. Receive and consider progress reports of the zone (s) for further decision making, v. Receive education, training and information, vi. Carry out environmental and governance Social corporate responsibilities approved by the Delegates General Meetings and the Board, vii. Discuss problems affecting the zone and recommend solutions for adoption at the Delegates Meetings and the Board, viii. Attend family Sacco member's day in the zone approved by the Board and

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	Delegates General Meetings when called for by the Sacco, ix. Discuss matters delegated to it by the Delegates General Meetings, Board and Supervisory Committee **40.3 ROLES OF DELEGATES** The delegates shall have the following duties and responsibilities;- a) Represent members b) Elect the Board of Directors c) Elect Supervisory Committee members d) Approve key decisions in Delegates General Meeting e) Exercise oversight f) Approve amendment of By Laws g) Approve major cooperate actions in Delegates General Meeting h) Remove any elected officials i) Promote members' interests. **40.4 ELECTION OF BOARD OF DIRECTORS AND SUPERVISORY COMMITTEE** a. The Board of Directors and Supervisory Committee shall be elected by the delegates during the Delegates General meeting called for as per the bylaws to transact the business. b. A third of directors shall retire on annual basis as per bylaws.

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	40.5 ESTABLISHMENT OF ELECTORAL ZONES The Sacco shall establish electoral zones as shall be recommended by the Board and approved by the delegates General meetings from time to time. a) A delegate's zone shall be established as per delegate policy and approved by the Board from time to time. **40.6 ELECTION OF DELEGATES** a. Elections of delegates shall be governed by Delegates Policy. **40.7 QUALIFICATION OF A DELEGATE** a) No member shall be eligible to be elected as a delegate if he or she:- (i) Is not above 21 years of age (ii) Has not been an active member for at least 36 continuous months. (iii) Is an un-discharged bankrupt; (iv) shall not have attained a minimum of KCSE level certificate of Education or equivalent. (v) Is of unsound mind; (vi) Is an employee of the SACCO. (vii) Has not attained deposits of at least Kshs. 300,000/- as at the close of the previous financial year, or such other amount as may be approved by the Delegates General Meeting from time to time.; (viii) Has not attained a minimum share capital as per clause 10.1.

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	(ix) Is currently delinquent on loans for more than 90 days or more within the last one year prior to election. (x) Adversely mentioned in an inquiry report by the commissioner or the Authority for financial impropriety or corrupt practices. (xi) Engages in a business seen to be competing with the Sacco. (xii) Is an official or holds a political office at any level or has been gazetted by an election body to vie for a political seat in an election; (xiii) Is a delegate/director in another Sacco Licensed and regulated as a Deposit Taking SACCO (xiv) Does not conform to Chapter 6 of Constitution of Kenya. (xv) Has been removed from public office on disciplinary action Relating to financial impropriety or corruption. b) Where all members in the electoral unit are new, the transition clause shall apply. **40.8 TRANSITION PROVISIONS** The society shall adopt the following procedure as it transits to a delegate system of governance. a) The Board and Supervisory committee members currently serving at the time of transition from general meeting to delegate meeting shall be become automatic delegate members in the new established zones. b) A system shall be established by the Delegates during their Annual Delegates Meeting to ensure that delegates will retire on annual basis per zone to comply with a third of the members retiring annually**.**

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ITEM NO: 11 **CLAUSE(S): 40** **<u>ZONES</u>** **1. ELECTIONS** Elections to post in the SACCO Society shall be as provided for in the Act, Rules and these by-Laws; 1.1 The Board shall notify the members of the vacancies arising in both the Board and Supervisory Committee. 1.2 There shall be a Vetting Committee constituted as per the SACCO Society's electoral policy formulated by the Board to vet and clear the prospective candidate for election. 1.3 When vacancies happen in the SACCO Society's Committees, the Hon. Secretary thereof shall issue notice of election to fill such vacancies fifteen (15) clear days before the General Meeting. 1.4 To qualify for election a candidate must: - (i) Have been a registered member of the SACCO Society for at least one year; (ii) Be of good character and sound mind; (iii) Not have previously been disqualified from contesting for an elected post in any co-operative society or convicted in a court of law for a criminal offence involving dishonesty or fraud in accordance with the Act, Rules and these By-laws; (iv) Be a member of good standing.	**ITEM NO: 11** **CLAUSE(S): 40-45** **<u>ZONES</u>** **Merge clauses 40-45 to read as follows:** **41. ELECTIONS** **41.1 MODALITIES OF ELECTIONS** a) The Board shall notify the members of the vacancies arising in both the Board and Supervisory Committee. b) When vacancies happen in the SACCO Society's Committees, the Hon. Secretary thereof shall issue notice of election to fill such vacancies thirty (30) clear days before the General Meeting. c) There shall be a Nomination and Election Committee constituted by the Board to vet and clear the prospective candidate for election. d) The elections shall be held during the Delegates General meeting day. e) Any delegate is eligible to vie for the position of directorship and supervisory committee member, provided that they meet the requirements for those positions. f) All delegates are eligible to vote in the election of Board of Directors and Supervisory Committee member during the Delegates general meeting. If there is a tie vote, a runoff election for tying candidates shall be conducted within the ADM day. **42 ELIGIBILITY TO VOTE** a) All active Kenversity SACCO members fully registered with the minimum share capital requirements are eligible to vote. This includes group members with individual membership numbers and requisite share capital. Irrespective

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(v) Not be a defaulter and has not acted in any way prejudicial to the interest of the SACCO Society. (vi) Not be undertaking business similar to the Sacco Society. (vii) Not be an undischarged bankrupt. (viii) Not have been adversely named by the Commissioner of Co-operative Development or his representative in an inquiry report endorsed by the General Meeting. 1.5 The General Meeting shall be adjourned to allow for elections by secret ballot during a working day the following week. 1.6 All elections shall be determined by simple majority vote of the members present on voting day by secret ballot except where there is only one nominee for the office. If there is a tie vote, a runoff election for tying candidates shall be conducted within seven (7) days of the initial General Meeting date. 1.7 In all Sacco elections: - (i) No member shall be entitled to vote by proxy. (ii) Irrespective of the number of share held by him/her, no member shall have more than one vote. (iii) Within 10 days after the election the names and address of all persons elected to office shall be compiled by the C.E.O of the SACCO Society. 1.8 Within fourteen (14) days of the elections, the C.E.O shall forward to the	of the number of share held by him/her, no member shall have more than one vote. b) Hybrid members shall only vote once. This includes a member with more than one membership number. c) Groups with unlisted members shall nominate one representative to vote on their behalf. d) Members may vote by proxy provided that the Board will formulate a procedure to guide the process. **43.3 ELECTIONS AND DECLARATION OF RESULTS** a) All candidates shall be proposed and seconded by delegates other than fellow candidates. b) Voting shall be by secret ballot. c) Election results shall be announced immediately after tallying and counting of votes. d) The presiding officer shall sign and present the election certificate to the winner (s). e) In case of a tie, a repeat election shall be conducted within seven days for the tying candidates. f) All Candidates will be required to sign the results declaration form. g) Within ten (10) days after the election, the names and addresses of all persons elected to office shall be compiled by the Chief Executive Officer of the SACCO Society.

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Commissioner and the Authority the names and addresses of all persons elected. 1.9 A new Board elected at the General Meeting shall not assume office unless they have been cleared by the Authority and satisfied the requirements of the Co-operative Act, Rules and these By-Laws as to the indemnity and ethics.	h) Within fourteen (14) days, of the elections, the Chief Executive Officer shall forward to the Commissioner of Co-operatives and Sacco Regulatory Authority the names and addresses of all persons elected.
2. NOMINATION MODALITIES Any member who qualifies for an elected post in the Sacco Society shall, in addition to fulfilling the requirements of these By-laws. (i) Be nominated in writing, by a proposer and two seconders who must be members of the Sacco Society. The nomination form must be received by Kenversity SACCO Ltd office ten (10) days before the General Meeting and forwarded to the Vetting Committee. (ii) The Vetting Committee shall vet candidates as per vetting policy and forward names of candidates to the Sub-county Co-operative officer. (iii) Member(s) may refuse nomination of any member, giving reasons thereof, provided, however, that the member whose nomination has been rejected, if otherwise eligible for nomination, shall have the right to appeal to the General Meeting:- a) Any such appeal must be supported by at least twenty (20) members. b) A successful appeal shall automatically qualify a member to be nominated on the floor during the General Meeting.	**44.4 VOTERS REGISTER** The Voters register shall be compiled by the office of the Chief Executive Officer to be published at the website or notice Board within 7 days before election day. Any member might request for a hard copy from the Sacco at his or her own printing cost. **45.5 ELECTION METHOD** a) The Society shall adopt a manual or electronic election process at the elections of the Board of Directors and Supervisory committee members during the Delegates meetings. b) Whichever the method adopted, the Society shall carry out an election process which is free and fair, respect political rights of members, inclusive of two third gender and people with disabilities. c) The election shall be free and fair if; - i. is by secret ballot, ii. is free from violence, intimidation, improper influence or corruption,

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(iv) Successful nominees for election may campaign and solicit for votes prior to the General Meeting. Such a campaign should not take place during the General Meeting or election date. (v) Member whose nomination has been rejected shall have the right to appeal in General Meeting by notifying the Chairperson of the Board of Directors her/his intention to appeal against such a decision. (vi) A nominee may at any time withdraw his name from the list of aspiring candidates by giving a notice to the Board. (vii) Member can only be nominated to vie for either Board or Supervisory Committee position. (viii) Election day shall have no other agenda. (ix) Election shall be held on first Wednesday, unless it is on a holiday, after the General Meeting.	iii. is transparent and iv. accountable and accurate. d) The method of voting shall be decided 7 days before election date and all participants shall be notified accordingly by the Chief Executive Officer.