

# THE YOUTH CAFE LIMITED

## BYLAWS

### ARTICLE I: NAME

- Section 1: The official registered name of the organization is “**The Youth Cafe Limited**”, but it also conducts business officially as “The Youth Cafe”.
- Section 2: In these by-laws, The Youth Cafe will sometimes be referred to as “TYC”.

### ARTICLE II: AREA OF OPERATION

- Section 3: The Youth Cafe operates at pan-African level but at the moment has its physical offices in Nairobi, Kenya.
- Section 4: The Youth Cafe’s physical office is located at **Pinetree Plaza, 8<sup>th</sup> Floor, Ngong Road, Off Kaburu Drive, Nairobi, Kenya.**

### ARTICLE III: LEGAL STATUS

- Section 5: The Youth Cafe is a not-for-profit (charitable) youth organization incorporated in Kenya as a company limited by guarantee No. **PVT-9XUEYZM**. It was initially registered as a Business Name No. **BN/2014/317392** on **7th October 2014** then transitioned to a company by limited guarantee on the **4 January 2018** to accommodate it's expanding operations and activities.
- Section 6: TYC is not an agency. It is not controlled or operated in connection with any other organization.

### ARTICLE IV: PURPOSE

- Section 7: The Youth Cafe’s purpose is informed by its’s strategic plan and the Youth Manifesto.

- Section 8: **Mission:** The Youth Cafe aims to model, inspire, inform, and advance youth-led approaches towards sustainable development, environmental stewardship, social equity, democratic governance, and economic viability practices by utilizing innovative research, literacy, media, education, policy, advocacy actions, cross-cultural and intergenerational partnerships as well as strategic initiatives.
- Section 9: **Vision:** Towards an equitable and fair society in which young people enjoy full social, economic, and political rights.
- Section 10: The Youth Cafe engages exclusively in charitable activities with only a negligible number of operations (less than 3%) not considered charitable; and all its finances go directly to its youth development programs.

#### **ARTICLE V: FUNDING AND RESOURCES**

- Section 11: TYC is financed through the investors it has already cooperated with, partnerships with local, national, foreign governments, corporations, grants from private foundations, and UN Agencies.
- Section 12: TYC is permitted to engage in commercial business activities to raise funds (less than 3%) for the organization, so long as such activities are not the primary purpose or primary activity of the organization, and the net income from such activities is ultimately used by the organization for its charitable and youth development process.
- Section 13: The commercial business activities referred to in Section 12 above include fees from training programs for youth, consultancies, individual donations, and membership fee subscriptions.

## **ARTICLE VI: PERSONAL GAIN/BENEFIT**

Section 14: No member, staff, or partner of TYC gains a personal/private benefit from, or have any ownership interest in, the organization's income or assets, other than fair compensation. TYC is a charity registered as a company limited by guarantee (Refer to Section 5) and therefore has no shareholding.

## **ARTICLE VII: MEMBERSHIP**

Section 15: Per TYC Policy, organizational membership will be open to everyone regardless of gender, race, color, religion, age, national origin, economic status, sexual orientation, and/or disability.

Section 16: All TYC members must be registered and have official TYC membership cards. Membership procedure is elaborated on the website - <https://www.theyouthcafe.com/>

Section 17: The TYC is a youth-serving and youth-led organization with the majority (over 70%) of its members below the age of 35. However, there are no age restrictions for TYC membership.

Section 18: Registered members are eligible for TYC leadership positions, subject to the desired professional qualifications.

## **ARTICLE VIII: TYC MANAGEMENT AND COMMITTEES**

The Youth Cafe constitutes a two-tier management structure. The two (2) are:

Section 19: **The Advisory Board:**

- The purpose of the Board is to support the senior leadership team in securing the sustainability and growth of The Youth Cafe by providing strategic guidance, scrutiny and challenge in line with legal and regulatory requirements and acting as ambassadors.
- The Board is made up of a minimum of 8 and a maximum of 12 non-executive directors plus the Executive Director, Finance Director and Secretariat Coordinator (all executive directors).
- Each Board Member must seek re-appointment after a three-year term. The Head of Operations and Finance and the Head of Partnerships attend every meeting.
- In order to be representative of the young people that the organization serves, three board members are young people under the age of 35. The rest are above 35 years.
- Three meetings are held each year in the months of February, May and November with a half-day strategy session annually.

Section 20: **The Secretariat:**

- All members of the secretariat are young professionals aged 35 and below and make independent decisions on the specific programs they oversee.
- The Main Secretariat is the hub of the organization, providing the operational and technological infrastructure supporting all Sections, managing Partnerships and implementing projects.
- The senior leadership team is made up of the Executive Director, the Head of Operations and Finance and the Head of Partnerships. Reporting into this team are the Section Leads, Main secretariat coordinator and Technical Coordinator.
- Each section, including the main secretariat, also works with a number of part-time young professionals providing programmatic services.

Section 21: The Secretariat officials may be:

- (i) assumed by any of the mandatory officer positions
- (ii) assumed by any of the additional officer positions

(iii) or a separately appointed position.

Section 22: Each Officer, with the exception of the Director if appointed separately, will serve as Chair for their respective committees.

Section 23: If appointed separately, the Director will be a member of the TYC Advisory Board.

#### **ARTICLE IX: ROTATION ON TYC MEETINGS**

Section 24: Officers will rotate duties in leading TYC meetings. Rotation of duties may be on <a meeting by meeting, or month by month, as decided by the TYC Advisory Board.>

#### **ARTICLE X: ADDITIONAL AND/OR TEMPORARY OFFICERS AND COMMITTEES**

Section 25: The Youth Cafe Advisory is permitted to create a permanent or temporary officer(s)/committee(s) as appropriate to address any outstanding role or responsibility.

#### **ARTICLE XI: MEETINGS AND ACTIVITIES**

Section 26: Meetings must be held only in places that are accessible and open to all members of TYC.

Section 27: Meetings and activities must be publicly advertised as written (i.e., flyer) or via electronic medium (i.e., website).

#### **ARTICLE XII: RELATIONSHIP WITH GLOBAL COMMUNITY**

Section 28: TYC members and affiliates are expected actively contribute to the online TYC network by one or more of the following (at least every quarter):

- i. Status of ongoing projects or campaigns
- ii. Sharing best practices of project management and development
- iii. Blog posts of youth development and/or sustainable development

- iv. Photos of member and partner activities
- v. Any other beneficial way.

### **ARTICLE XIII: PUBLICATIONS, OUTREACH AND COMMUNICATIONS**

Section 29: In matters of publications, outreach and communication, TYC will adhere to **Public Positions and Statements Policy** under **The Youth Cafe Policies and Procedures**.

### **ARTICLE XIV: SOCIAL MEDIA**

Section 30: In adherence to **Social Media and Brand Recognition Policy** under **The Youth Cafes Policies and Procedures**, TYC will create:

- Facebook Page called – “The Youth Cafe”
- Twitter Account called - “The Youth Cafe “
- LinkedIn Account called - “The Youth Cafe”
- Instagram Account called - “The Youth Cafe”

Section 31: TYC Facebook Page, the official Twitter Account, the newsletter and website should stay connected to the latest news and updates.

### **ARTICLE XV: PROHIBITED ACTIVITIES**

Section 32: The Youth Cafe is prohibited from carrying out the following in its activities/operations:

- i. Participating or intervening in any form of a political campaign on behalf of or in opposition to a candidate for public office.

- ii. Influencing legislation. This includes any attempt to influence any legislation through a lobbying communication.

Section 33: Section 32 does not include activities that are neutral or non-partisan such as voter education.

#### **ARTICLE XVI: DISSOLUTION OF TYC**

Section 34: Failure to adhere to these Bylaws may result in the suspension of the TYC operations, as determined by The Youth Cafe Advisory Board.

Section 35: Upon dissolution, the assets of TYC shall be transferred to another organization similar to TYC, i.e. a not-for-profit organization operated exclusively for charitable purposes or to the government for public purposes.