

# THE CONSTITUTION OF THE GHANA ASSOCIATION OF SPORTS BETTING OPERATORS

## CHAPTER 1

### Article 1:

#### **General**

A. Name: This Association is established as a company limited by guarantee under the laws of the Republic of Ghana. It shall be known as the GHANA ASSOCIATION OF SPORTS BETTING OPERATORS (GHASBO).

### Article 2:

#### Purpose and Objectives

GHASBO has been created to promote the interests its members being sports betting operators and also to ensure fair sports betting industry in Ghana.

The Objects for which GHASBO has been created are:

- a. Promote responsible gaming in Ghana.
- b. Promote the business interest of sports betting operators in Ghana.
- c. Provide a forum for the exchange of information and ideas its members.
- d. Promote a sustainable regulatory environment that is conducive for the operations of its members.

### Article 3:

#### Area & Disqualifications

GHASBO shall provide services to all its members within Ghana and promote peaceful co-existence.

The following business practices shall exclude an operator from being a member of GHASBO.

- a. Engaging in underage gambling.
- b. Failing to comply with lawful regulatory requirements
- c. Engaging in tax evasion.
- d. Failing to pay membership dues
- e. Any other practice that shall be determined by a super-majority of the Board of Ghasbo to be unethical and/or does not further the goals of the Association.

## CHAPTER II

### Membership

### Article 4:

#### Eligibility

Any sports betting operator duly licensed by the Gaming Commission of Ghana shall be eligible to apply for membership.

## Article 5

### Approvals of New Members

Application for membership shall be in writing, on forms provided for that purpose, and signed by the applicant. An applicant must be sponsored by a current member of GHASBO in good standing.

Approvals of new members shall be by the Board of Directors at any meeting thereof. Any applicant so elected shall become a member upon payment of the regularly scheduled dues as approved in Article 6.

## Article 6:

### Dues

Membership dues shall be at such rate or rates, schedule or formula as may be from time to time prescribed by the Board of Directors, payable in advance.

## Article 7

### Termination

- a. Any member may resign from the GHASBO upon written notice to the Board of Directors;
- b. Any member may be expelled by the Board of Directors by a two-thirds vote for nonpayment of dues after ninety (90) days from the date, unless otherwise extended for good reasons;
- c. Any member may be expelled by a two-thirds vote of the Board of Directors, either at a regularly scheduled meeting or in special session, for the conduct unbecoming of a member or prejudicial to the objectives of GHASBO, after due notice and opportunity for a hearing before the Board are afforded the member whose conduct is in question.
- d. Any member may in writing petition the Board of Directors to expel a member for being in violation of Article 3 and the Board of Directors after due inquiry and with the vote of two-thirds majority expel the offending member.

## Article 8

### Voting

In any proceeding in which voting is called for, each member in good standing shall be entitled to cast (1) one vote. Members unable to cast a ballot at the meeting may deposit a written proxy with the Secretary of GHASBO at least two hours before the meeting commences.

## Article 9:

### Exercise of Privileges

Any operator who is a member may nominate at least one individual who the operator desires to exercise the privilege of membership, and shall have the right to change its membership nomination upon written notice to the Board of Directors.

## CHAPTER III

### Meetings

#### Article 10:

##### Annual General Meeting

The annual general meeting of GHASBO shall be held at intervals of not more than twelve (12) months. The time and place shall be fixed by the Board of Directors and notice thereof shall be emailed, mailed or personally served to each member at least twenty-one (21) days before said meeting.

#### Article 11:

##### Additional and Quarterly General Meetings

There shall be a general meeting of members each quarter of the calendar year. The Board of Directors may modify the number of general meetings from time to time, provided that it shall not be less than four times in a calendar year.

The President of the Board of Directors may call a general meeting of all members at any time, upon petition in writing of at least one-third of members in good standing. The petition shall clearly state the agenda for the meeting.

#### Article 12:

### Quorums

At any duly called Annual General Meeting, any number in excess of a third of the members in good standing shall constitute a quorum. At a meeting of the Board of Directors, a majority of Directors shall constitute a quorum. At committee meetings, a majority shall constitute a quorum.

#### Article 13

##### Notice, Agenda and Minutes

Any notice or agenda of GHASBO shall be on a letterhead and duly signed by an authorized person.

Minutes shall be kept of any meeting held in the name of GHASBO. The minutes shall be circulated for correction, if any, by all members in attendance at the meeting where the minutes was taken and thereafter signed by an authorized person as the true representation of what transpired at the said meeting.

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## CHAPTER IV

### Board of Directors

#### Article 14:

##### Composition of the Board

The Board of Directors shall be composed of a maximum of ten (10) members. The Board of Directors shall be responsible for the management and policy direction of GHASBO.

#### Article 15:

##### Selection and Election of Directors

- A. Elected Members: The directors with the exception of the President shall be elected at the Annual General Meeting of GHASBO.
- B. President of GHASBO: The President of GHASBO shall be one of the ten Board Members and shall preside at the meeting of the Board of Directors of GHASBO.

#### Article 16:

##### Seating of New Directors:

All Board Members shall have the right to attend general meeting and participate in all deliberations but shall have no vote at general meetings.

#### Article 17

##### Vacancies

- a. A member of the Board of Directors who shall be absent from three (3) consecutive regular meetings on the Board of Directors shall be deemed to have automatically vacated his seat unless confined by illness or otherwise excused by the presiding member of the Board.
- b. A seat on the Board shall become vacant when the member resigns, retires, dies or is removed by vote of two-thirds of the members present at a general meeting.
- c. Vacancies on the Board shall be filled by the Board of Directors by a majority vote until the next general meeting.

## CHAPTER V

### Officers

#### Article 18

##### Election of Officers

- a. There shall be a President, Vice President and Treasurer who shall constitute the elected officers.
- b. The elected officers shall be elected by a simple majority at a general meeting.
- c. The elected officers shall serve for a term of two (2) years and shall be eligible for re-election provided that an elected officer shall not serve in that office for more than a cumulative period of six (6) years.
- d. An elected officer may be removed from office by the vote of two-thirds of all members of the association at a general meeting.
- e. An elected office may become vacant when the elected officer resigns, retires, dies or is removed from office.
- f. Where an elected office becomes vacant, the Board of Directors shall nominate an acting officer and thereafter take steps to hold elections not later than 3 months after the position became vacant.

#### Article 19:

##### Duties of Officers

- a. President: The President shall be the face of the association and shall represent the association in all engagements of the association with third parties. The President shall be a member of the Board of Directors and shall preside at meetings of the Board and the general meetings of members.
- b. The President shall determine all committees, select all committee chairs and members of committee personnel, subject to the approval of the Board of Directors.
- c. The President shall be responsible for the hiring, discharging, directing and supervising all the employees of the GHASBO secretariat.
- d. The President and the Treasurer shall be responsible for the preparation of an operating budget covering all activities of the GHASBO, subject to the approval of the Board of Directors.
- e. Vice President: The Vice President shall exercise the powers and authority and performs the duties of the President in the events of the absence or disability of the President. The Vice President shall perform other duties as shall be assigned by the President.
- f. Treasurer: The treasurer shall be responsible for the safeguarding of all funds received by the association and ensure proper disbursement.

- g. The Treasurer shall ensure that the funds of the association is kept at a Universal Bank or invested in a manner approved by the Board of Directors.
- h. The mandate on the accounts of the association shall be the President and the Treasure or in the absence of the President by the Vice President and another voting member of the Board.
- i. The Treasurer shall submit a quarterly financial report to the Board of Directors.
- j. The Treasurer shall ensure that the accounts of the association are audited by a reputable accounting firm as shall be approved by the Board.
- k. The Vice-President and the Treasurer shall be in attendance at all meetings called in the name of GHASBO.

#### Article 20:

##### GHASBO Secretariat

- a. There shall be a GHASBO secretariat which shall be the permanent office of GHASBO.
- b. The secretariat shall be manned by an executive director and such other officers that the President shall in consultation with the Board determine.
- c. The staff of the secretariat shall work under the direct supervision of the Board.

#### CHAPTER VI

##### Finances

#### Article 21:

##### Funds

The funds of the association shall be the annual subscription dues that the members shall pay together with any special levies that the Board may from time to time levy on members.

All funds standing in the name of the association shall be lodged in a bank account as approved by the Board.

#### Article 22:

##### Disbursement

Upon approval of the budget by the Board of Directors and instructions from the President, the Treasurer is authorised to make disbursement on account and expenses provided for in the budget.

#### Article 23:

##### Fiscal Year

The fiscal year of the association shall close on December 31.

Article 24:

Budget

As much as practicable, the budget of the association shall be approved and adopted by the Board at least one month before the commencement of the next financial year.

Article 25:

Annual Audit

The account of GHASBO shall be audited annually as of the close of business on December 31 by a qualified public accountant appointed by the Board. The audit shall be available for review by members of association at the secretariat and presented for acceptance at the Annual General Meeting.

CHAPTER VII

Amendments to GHASBO Constitution

Article 26:

Amendments

This constitution may be amended by serving a thirty (30) days written notice before an AGM. Voting of two thirds (2/3) of all the members shall constitute acceptance.