



# **Constitution**

## **1. NAME**

The Association shall be known as the **ADVERTISING ASSOCIATION OF GHANA**, hereinafter referred to as the Association.

## **2. VISION**

The vision of the Association is to become the apex body for the advertising industry in Ghana through professional excellence.

## **3. MISSION**

The mission of the Association is to champion the development of the advertising industry in Ghana through education, practice, regulation and collaboration with other stakeholders.

## **4. AIMS & OBJECTIVES**

The aims and objectives of the Association shall be:

- (1) To promote public confidence in the Advertising profession.
- (2) To safeguard the common interests of those engaged in or using advertising by the promotion of common action and the institution of protective measures.
- (3) To encourage study of the theory and practice of advertising, and the improvement of its techniques, by the institution of courses of study, examination and awards of Certificates.
- (4) To establish that efficient advertising is an essential factor in the marketing of goods and services, and in the economic life of the country.
- (5) To demonstrate the efficiency of the services that advertising and its associated interests can give to government, industry and the public.
- (6) To further the adoption of standards of practice in the business relations between media owners, advertising agencies and advertisers.

## **5. CORE VALUES**

The core values of the Association are CREATIVITY, INTEGRITY, DYNAMISM, INNOVATION and QUALITY

## **6. MEMBERSHIP**

1. The Advertising Association of Ghana shall consist of two categories of Membership – Corporate and Individual and voting rights shall be vested in the said categories. An official application form of the Association shall be used by applicants and all applications shall be considered and decided upon by the Membership Committee for approval by the Executive Council.
2. Foreign advertising agencies seeking to operate in Ghana may become foreign members of the Association.
3. An advertising agency seeking foreign membership of the Association must comply with the following requirements
  - a. The agency must set up a joint venture to conduct operations in Ghana.
  - b. The joint venture must have at least one local partner.
  - c. The local partner, and in the event that the agency has more than one local partner at least one of the local partners, must be an AAG member.
  - d. The local partner must be a majority shareholder in the joint venture to operate in Ghana.
  - e. The minimum investment capital from the non-Ghanaian investor(s) is Fifty Thousand United States Dollars (\$50,000.00) cash and Fifty Thousand United States Dollars (\$50,000.00) in equipment.
  - f. All non-Ghanaian staff must have the relevant working permits from the Ghana Immigration Service.
  - g. The joint venture must be registered with the Ghana Investment Promotion Centre.

### **6.1. MEETINGS**

#### **6.1.1. Authorized Meetings**

1. The following are the authorized meetings of the Association:
  - a. Quarterly General Meetings
  - b. Mid-Year General Meetings
  - c. Annual General Meetings
  - d. Extraordinary General Meetings
2. Issues affecting either corporate or individual members exclusively may be dealt with at meetings called for only Corporate Members or only Individual Members as the case may be.

#### **6.1.2. Voting at Meetings**

Voting rights of members are provided for in the handbooks for the Corporate and Individual Members

## **7. EXECUTIVE COUNCIL**

### **7.1. Membership of Council**

- a. The Association shall be governed by an Executive Council made up of the officers (President, Vice President, Treasurer, and Executive Director), Immediate Past President and ten other elected members.
- b. The ten elected members shall comprise eight (8) members representing Corporate Members and two (2) members representing Individual Members.
- c. The eight members representing Corporate Members and two members representing Individual Members shall be the Chief Executive Officers of their agencies.
- d. The two members representing Individual Members shall not be taken from corporate bodies whose personnel are representing Corporate Members.
- e. For a person to qualify as representing Individual Members on the Executive Council, that person must be an owner-manager or Chief Executive of an agency.

### **7.2. Election of Council Members**

- a. Members of the Executive Council will be appointed at Annual General Meetings called for that purpose.
- b. At an Annual General Meeting to elect Council Members, Corporate representatives will be elected by Corporate Members and Individual representatives will be elected by Individual Members.

### **7.3. Duties of Council**

The Executive Council shall be responsible for

- a. the formulation of policies,
- b. the initiation of programmes and
- c. the general administration of the affairs of the Association.

### **7.4. Meetings of Council**

1. The Executive Council shall
  - a. meet at least once every month.
  - b. have power to determine all matters not provided for in the Constitution.
2. Meetings of the Executive Council shall be convened by the President or in his absence the Vice President.
3. Quorum at Council meetings shall be seven.
4. A Council member who fails to attend Council meetings for three consecutive months without reasonable explanation shall forfeit membership.

## **8. DUES**

Registration Fee shall be payable by each member. In addition annual dues shall be payable in advance. Any member whose fees remain unpaid shall forfeit his rights to Voting and others.

## **9. OFFICERS**

1. The officers of the Association shall be:

- a. President
  - b. Vice President
  - c. Treasurer
  - d. Executive Director
2. All officers, with the exception of the Executive Director, shall be elected to serve for Two years and shall be eligible for re-election except in the case of the President who may not serve more than two successive terms. The President or in his absence the Vice President shall convene and preside over all meetings.
  3. All Officers, with the exception of the Executive Director shall be elected from Corporate Members of the Association.
  4. The Executive Director shall be appointed upon after due advertisement for the position has been made and prospective candidates interviewed by a panel set up for that purpose. The terms of appointment of the Executive Director shall be determined at the time of appointment.

## **10. REMOVAL OF OFFICERS**

1. Officers of the Association may be removed individually or unblock in cases of gross misconduct
2. Removal of officer of the Association shall be effected by two-thirds majority at a General meeting convened by 5 (five) members for that purpose.
3. At the meeting to remove officers, elections shall be held immediately after the removal to replace the officer/officers.

## **11. COMMITTEES**

The Council shall establish a number of Committees to deal with various aspects of the Association's aims.

### **11.1. Membership Committee**

1. This Committee shall have five members, three of whom shall be representatives from Media and Contractors of Advertising.
2. The Committee shall have the following responsibilities:
  - a. maintain a register of members, who shall enjoy the commission to which members are entitled.
  - b. Embark on membership audit, to ascertain the level of practice by member-agencies and recommend them for membership status review where necessary.
  - c. Investigate non-financial members and make appropriate recommendations to the Executive Board on their status.
  - d. Conduct periodic reviews of the membership list.
  - e. Receive, inspect and make recommendation to the Executive Board on new applicant Agencies.
  - f. Receive, inspect and make recommendations to the Executive Council with respect to applications for Individual membership
  - g. Review membership criteria with a view to raising standard.

- h. Embark on membership drive to attract vibrant agencies to the Association
- i. Address any other issues that will enhance the membership status and benefit of members of the Association.

### **11.2. Knowledge & Talent Development Committee**

1. This Committee shall be responsible for:
  - a. Education and training.
  - b. Research and Library Developments.
2. In the execution of its mandate, the Knowledge and Development Committee shall:
  - a. Expand and review the content of the Association's educational courses, increase the frequency and ensure that more agencies and corporate organizations attend them.
  - b. Address the knowledge gap in the industry, particularly in the core area of Advertising i.e. copy writing, media planning, strategic management Internet/Website creative Advertising etc.
  - c. Create data bank for the Advertising industry and establish and manage the Association's library. In the discharge of these duties, the committee is expected to take cognizance of all relevant research materials that will aid the business of members in particular and the industry in general.
  - d. Liaise with reputable organization in conducting independent research as well as publishing same for members' use.
  - e. Create a data bank for new entrants into the industry with the aim of monitoring their growth and development as well as attract young graduates to the industry.
  - f. Co-operate with such educational institutions as School of Communication Studies, Ghana Institute of Journalism, University of Ghana Business School, Department of Communication Design, KNUST and any other Institutions which are likely to enhance the aims of the Association.

### **11.3. Image & Reputation Management Committee**

1. This Committee shall have the following responsibilities:
  - a. Develop publicity plan and reputation management strategy for the Association.
  - b. Initiate and promote activities that will generally publicize the Association and its corporate members.
  - c. Ensure regular production of the Association's newsletter or magazine.
  - d. Develop campaign materials for the Association.
2. The Committee may publish such literature as may be deemed necessary in the furtherance of the objectives of the Association.

### **11.4. Professional Practice Committee**

1. The Professional Practice Committee shall ensure the maintenance of the highest standards of professional conduct in conformity with a Code of Practice.

2. The Committee shall act as disciplinary body, and shall receive complaints and arbitrate in disputes.
3. Without limiting the generality of the above, the Committee shall:
  - a. Ensure the printing of the Code of Advertising Practice, Constitution, Bye-laws, Membership Handbook and other operational guidelines that may be required.
  - b. Investigate abuses within the industry as they affect the standard of practice and code of behavior and make appropriate recommendations to the Executive Council.
  - c. Investigate problems militating against best business practices and make recommendations on the ways of raising standard of practices as well as sustaining the Association.
  - d. Act as a Business and Ethics Advisory Council to the Executive Council.
  - e. Advice and assist member-agencies with operational problems.
  - f. Organize a free yearly seminar on Ethics and best practices.
  - g. investigate all violations of the Professional Code
  - h. deal with all acts that may be deemed detrimental to the profession.

#### **11.5. Events and Creative Awards Committee**

1. The Committee shall plan such social activities as may be deemed necessary for the advancement of the work of the Association.
2. Without limiting the generality of the foregoing, the Committee shall be responsible for the organisation of the following events:
  - a. Association's Annual Dinner, which shall round off the Annual General Meeting.
  - b. Extra-Ordinary General Meetings and Business Retreats
  - c. International Seminars & events on Advertising (i.e. ISA. IAA etc.)
3. The Committee will liaise with the Executive Board in deciding the date and venue for the events as well as make necessary arrangements to ensure that the events are successful.
4. The Committee will ensure that all events are:
  - a. adequately sponsored and financially rewarding to the Association.
  - b. used as a fund raising avenue to the Association.
  - c. used as bonding opportunities within and outside the industry.
5. The Committee shall organize successful Gong Gong Awards events.

#### **11.6. Finance Committee**

1. The Committee shall consist of the President, Treasurer and One Member and shall be responsible for the administration of the funds of the Association.
2. Without limiting the generality of the foregoing, the Committee shall:
  - a. Address all issues on financial/credit management in the industry.
  - b. Develop an accounting standard for the industry.
  - c. Liaise with media owners in respect of Agencies' debt referred to it and make appropriate recommendation to the Executive Board.

- d. Organize the annual Accountant Forum /Debt management seminar for member agencies.
- e. Handle all other financial-related matters that may be of common interest to all member agencies.
- f. To liaise with the media organizations in respect of Agencies' debts.
- g. Act as an intermediary in debt reconciliation between Agencies and media owners.
- h. Mediate in debt issues between agencies and media owners.
- i. Make appropriate recommendations to the Executive Council on all industry debt related issues.
- j. Perform any other function that may from time to time be referred to you by the Executive Council.

**11.7. Allied Services Committee (Liaison)**

The Allied Services Committee shall:

- a. Ensure that there is co-operation and better business relationship between agency and suppliers on one side and their Association on the other hand.
- b. Ensure there is co-operation and understanding with other sectoral bodies.
- c. Promote peace and stability in the industry through regular meetings with service providers whose activities impinge on agencies business practices.
- d. Liaise and consult regularly with the Heads of Advertising Sectoral Groups, which comprises of representatives from **GIBA, GAB, and AGI** in order to maintain stability in the Advertising industries.
- e. To nip in the bud any problem that might rear its head within the industry.
- f. To handle all issues of media monitoring and organize the **AAG annual Media Forum**.
- g. To assist service providers in streamlining their operations and upgrading their services.

**11.8. Advertising Academy Special Project Committee**

The purpose of this special committee is to work out the modalities for the take off of the Advertising Academy within the shortest period.

**11.9. Government Relations Committee (Local Government)**

The Government Relations Committee shall have the following responsibilities:

- a. Ensure Government support for the Association and its activities.
- b. Identify key issues of mutual importance and benefits to the Government and the Association.
- c. Seek recognition for the Association among all tiers of Government.
- d. Facilitate collaboration with Government and her programs.

**11.10. Welfare Committee**

The Welfare Committee shall identify and introduce guidelines towards addressing welfare matters affecting members in the following areas:

- a. wellbeing of individual members.
- b. Support to a member on the occasion of the loss of parents, spouse or children.
- c. organizing social functions to promote a spirit of togetherness in the Association.

## **12. REPRESENTATIONS**

1. The decisions of any Committee of the Council shall be forwarded to the person concerned.
2. A person aggrieved by decision of a Committee may appeal to the Executive Council.

## **13. ANNUAL GENERAL MEETING**

1. The highest organ of the Association shall be the Annual General Meeting, which shall be held each year at a place and time to be determined by the Executive.
2. Notices of the Annual General Meeting together with the Agenda shall be sent out not later than 21 clear days before such meeting.
3. Members wishing to place any items on the agenda of the Annual General Meeting may submit same in writing to the Secretary at least six weeks prior to the time of the meeting.
4. The quorum at an Annual General meeting shall be 15 Member Agencies

## **14. AMENDMENTS TO CONSTITUTION**

1. The Constitution may be amended by
  - a. two-third majority at the Annual General Meeting or
  - b. two-third majority at an Extraordinary General Meeting summoned by at least 5 Members giving 21 clear days notice for the purpose of amending the Constitution.
2. Proposals for the amendments shall accompany the notification for the meeting.

## **15. INDEMNIFICATION**

Each member of the Executive Council and Officer of the Association shall be indemnified by the Association against all judgments, costs and expenses reasonably incurred by or imposed upon him in connection with any actions or proceedings which he may be made a party by reason of his being a member of the Executive Council or Officer of the Association unless it be adjudged that he was derelict in the performance of his duties as such members of the Executive Council or Officer of the Association.