

**CONSTITUTION
OF THE
NUTRITION SOCIETY OF NIGERIA (NSN)**



**Amended by Annual General Meeting of the Society
Held at Port Harcourt, Rivers State
18th September, 2025**

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Preamble

We, the members of the Nutrition Society of Nigeria (NSN), having firmly and solemnly resolved to establish a professional body to promote the study, advancement, and practice of nutritional science in Nigeria, and to ensure the orderly administration and welfare of its members, do hereby enact and adopt for ourselves the following Constitution as the supreme governing document of the Society.

ARTICLE 1: NAME, REGISTRATION, AND REGISTERED OFFICE

1. The name of the society shall be "NUTRITION SOCIETY OF NIGERIA (NSN)", hereinafter referred to as "the Society."
2. The Society shall be a non-profit, non-governmental, and non-political professional body, duly registered under the Companies and Allied Matters Act (CAMA) 2020.
3. The Registered office of the Society shall be located at the National Secretariat of the Society.
4. In furtherance of its objectives, the Society may establish and maintain additional offices in any part of Nigeria as may be deemed necessary for the effective performance of its functions.

ARTICLE 2: AIM AND OBJECTIVES

5. The principal aim of the Society shall be to promote, advance, and foster the study, practice, and application of nutrition in its broadest sense throughout Nigeria.
6. For the purpose of achieving the aforementioned aim, the Society shall pursue the following specific objectives which are:

- i. provide a common professional forum for nutritionists, public health practitioners, and other stakeholders in nutrition-related fields.
- ii. collaborate with universities, research institutions, government agencies, corporate bodies, and other relevant organizations for the exchange of scientific and professional information on nutrition and national development.
- iii. serve as the authoritative professional body in nutritional sciences, offering expert advice and advocacy, and influencing government policies on food and nutrition matters.
- iv. publish journals, newsletters, and other relevant publications for the dissemination of information and promotion of knowledge in the field of nutrition.
- v. engage in cooperative relationships with national and international organizations for the advancement of nutritional sciences.
- vi. represent and protect the professional interests and welfare of its members.
- vii. mobilize, generate, and manage funds and other resources for the effective pursuit of the Society's aim and objectives.
- viii. undertake all other lawful activities that are incidental, conducive, or ancillary to the realization of the aim and objectives of the Society.

ARTICLE 3: MEMBERSHIP

7. Membership of the Society shall be open to all qualified persons who satisfy the prescribed requirements of the Society, without discrimination on the grounds of sex, ethnicity, religion, place of origin, region, or political opinion, and subject to the provisions of this Constitution and any regulations made thereunder.
8. The membership of the Society shall be classified into the following categories:
 - i. Student Member;

- ii. Affiliate Member;
- iii. Associate Member;
- iv. Honorary Member;
- v. Corporate Member;
- vi. Full Member;
- vii. Fellow; and
- viii. Life Member.

9. Notwithstanding the provisions of Article 9 of this Constitution, the Society may, by a resolution passed at an AGM, establish, vary, merge, rename, or abolish any category of membership as it may deem necessary for the effective administration of the Society, provided that no such action shall adversely affect the vested or accrued rights of any existing member.

10. Every member of the Society, except a Student Member, shall be liable to:

- i. pay the registration fee as may be prescribed and approved by the AGM; and
- ii. pay annual membership dues and any other levies as may be approved by the competent organ of the Society and as and when they fall due.

11. Every member of the Society, except Honorary, Affiliate, and Student Members, shall, subject to being financially up to date, be entitled to:

- i. attend, vote, and be voted for at meetings of the Society;
- ii. attend and participate fully in all meetings, conferences, and activities of the Society;
- iii. serve on committees, boards, or task forces of the Society;
- iv. represent the Society at external meetings, functions, or organizations, when duly authorized;
- v. enjoy such other rights, benefits, and privileges as may be conferred by the Society in accordance with this Constitution.

- 12.** A member who fails to pay prescribed dues or other financial obligations to the Society continuously for twenty-four (24) months shall be considered in default.
- 13.** A member in default may, after due notice, be suspended or removed from the register of members by resolution of the NEC, without prejudice to the member's right to appeal in accordance with the provisions of this Constitution.
- 14.** In addition to the general obligations of membership, a Fellow of the Society shall:
 - i. attend National Conferences and other official activities of the Society, unless excused for reasonable cause;
 - ii. pay such Fellowship or honours fee as may be prescribed by the NEC from time to time;
 - iii. be an active and contributing member of the Body of Fellows.
- 15.** In addition to the general rights of membership, a Fellow of the Society shall be entitled to:
 - i. due recognition and precedence in the official affairs and functions of the Society;
 - ii. use the post-nominal letters "FNSN";
 - iii. wear such medal, insignia, or regalia as may be approved by the Society bearing the inscription "FNSN" at official functions and conferences.
- 16.** A person shall cease to be a Fellow of the Society if:
 - i. he or she is found guilty of misconduct or any act inconsistent with the objectives of the Society, which would have disqualified him or her from the award of Fellowship in the first instance, following due process;
 - ii. he or she ceases to be a member of the Society;
 - iii. he or she fails to fulfil financial obligations to the Society for a period exceeding three (3) consecutive years, after due notice has

been given in writing by registered post or any other verifiable means.

17. The Body of Fellows shall:

- i. serve as an advisory and conflict-resolution organ of the Society;
- ii. mediate, where necessary, between the Society and any external individual, organization, or institution;
- iii. monitor government policies, legislation, and programmes affecting the nutrition sector and advise the Society accordingly;
- iv. carry out its functions in collaboration with, and subject to the general supervision of, the NEC;
- v. have a Chairman and a Secretary elected from among its members, each of whom shall hold office for a term of five (5) years, subject to the provisions of this Constitution.

ARTICLE 4: QUALIFICATION AND PROCEDURE FOR MEMBERSHIP

- 18.** Admission into any category of membership of the Society shall be at the discretion of the NEC, and no applicant shall have an automatic right to admission or upgrade solely by reason of qualification.
- 19.** Student Membership may be granted to persons who are full-time undergraduate students enrolled in accredited tertiary institutions and pursuing courses that qualify them for Full Membership upon graduation. An applicant for Student Membership shall submit the following documents:
- i. evidence of current registration in a recognised tertiary institution; and
 - ii. a letter of recommendation issued by the Head of Department or Dean of the relevant Faculty or College.

- 20.** Upon graduation, a Student Member shall be eligible to apply for upgrade to Full Membership, subject to the submission of verifiable documentary evidence of graduation and fulfilment of all other applicable requirements
- 21.** Any individual who has obtained a National Diploma in Nutrition and Dietetics from a recognised tertiary institution in Nigeria or abroad shall be eligible for admission as an Affiliate Member.
- 22.** An Affiliate Member who has subsequently obtained at least a Bachelor's degree or Higher National Diploma (HND) in Human Nutrition, Human Nutrition and Dietetics, or Nutrition and Dietetics from a recognised tertiary institution in Nigeria or abroad may apply for upgrade to Full Membership.
- 23.** A person who is professionally engaged in disciplines allied to Nutrition, including but not limited to Biochemistry, Physiology, Medicine, Agriculture, Food Technology, Home Economics, or Public Health, shall be eligible for admission as an Associate Member.
- 24.** An Associate Member who, after a minimum period of one (1) year of continuous membership, obtains a postgraduate qualification in Nutrition from a recognised institution may apply for upgrade to Full Membership.
- 25.** Honorary Membership may be conferred upon distinguished individuals who, in the opinion of the NEC, promote or advance the aim and objectives of the Society.
- 26.** An Honorary Member shall be entitled to:
 - i- serve on committees of the Society in an advisory capacity; and
 - ii- attend and participate in meetings of the Society, excluding business meetings, unless otherwise invited by the NEC.

- 27.** Corporate Membership shall be approved by a simple resolution of the NEC at a duly convened meeting and shall be subject to ratification at the next AGM by a simple majority of members present and voting.
- 28.** A Corporate Member shall not be entitled to vote at general meetings of the Society unless expressly permitted by the NEC.
- 29.** Any individual who has obtained at least a Bachelor's degree, Higher National Diploma (HND), internationally recognised qualification, or other accredited programme meeting the academic standards for professional practice in Human Nutrition, Human Nutrition and Dietetics, or Nutrition and Dietetics from a recognised tertiary institution in Nigeria or abroad shall be eligible for Full Membership.
- 30.** Nominations for Fellowship status shall originate from State Chapters and must be submitted to the National General Secretary no later than the first quarter of the award year.
- 31.** Not more than eight (8) Fellows shall be inducted in any award year. Each successful inductee shall pay such fees or dues as may be determined by the NEC from time to time.
- 32.** The NEC shall constitute a Fellowship Screening Committee comprising:
 - i- the Vice President of the Society, who shall serve as Chairperson;
 - ii- one representative from each of the six (6) geopolitical regions of Nigeria, appointed by the NEC; and
 - iii- one representative of the Corporate Members.
- 33.** The quorum for meetings of the Fellowship Screening Committee shall be two-thirds (2/3) of its total membership, provided that the chairperson is present.
- 34.** A nominee for Fellowship shall satisfy the following criteria:

- i. evidence of significant contribution to the growth and advancement of nutritional sciences in Nigeria, including but not limited to research, policy development, education, leadership, or professional practice;
 - ii. continuous financial membership of the Society for a minimum period of ten (10) consecutive years; and
 - iii. demonstrable academic or professional excellence, including international recognition or outstanding professional achievements.
- 35.** Fellowship of the Society shall be an honorary distinction and shall not confer any employment, agency, or fiduciary relationship between the Fellow and the Society.
- 36.** Life Membership may be conferred on any Fellow Member who, in the opinion of the NEC, has rendered distinguished service towards the advancement of the Society. Upon nomination, the nominee shall pay such dues as may be prescribed by the NEC.
- 37.** An applicant for any category of membership shall complete and submit the prescribed online membership application form. Such application shall be endorsed by the Chairperson or Secretary of the applicant's State Chapter. Where no State Chapter exists, the Vice President of the relevant region shall authenticate the application.
- 38.** The endorsing or verifying official shall be responsible for reviewing the application and confirming that the applicant's qualifications and credentials satisfy the requirements of the membership category applied for.
- 39.** The National General Secretary shall transmit all duly completed and verified applications to the Chairperson of the Membership Committee for further processing.
- 40.** The Membership Committee shall meet periodically to consider applications, and all applications shall be processed within a maximum period of sixty (60) days from the date of receipt.

41. All recommendations for induction at the Annual General Meeting and Scientific Conference shall be concluded and submitted to the NEC not later than 31st August of the relevant year.
42. The Membership Committee shall present recommendations for approval at a formal NEC meeting. Upon approval, the National General Secretary shall notify successful applicants.
43. In the event of any dispute arising from the interpretation or application of these membership provisions, the decision of the National Executive Council shall be final, subject to ratification by the AGM where applicable.

ARTICLE 5: NATIONAL EXECUTIVE COUNCIL (NEC)

44. There shall be a National Executive Council (hereinafter referred to as “the NEC”), which shall be the principal executive and administrative organ of the Society and shall consist of:
 - i- All duly elected National Officers of the Society;
 - ii- the Editor-in-Chief of the Society’s official journal; and
 - iii- three (3) Ex-Officio Members, one of whom shall be the Immediate Past President of the Society.
45. The NEC may, where it considers it desirable for the effective discharge of its functions, co-opt not more than two (2) persons from the agro-allied and food industries, who shall serve for the duration of the tenure of the NEC, provided that such co-opted members shall not have voting rights unless otherwise determined by the AGM.
46. The President of the Society shall be the Chairman of the NEC and shall preside over all meetings of the Council, and in his or her absence, such member as may be designated in accordance with this Constitution shall preside.

- 47.** Two-thirds ($\frac{2}{3}$) of the total membership of the NEC, including the President or the person presiding, shall constitute a quorum for meetings of the NEC.
- 48.** Subject to the provisions of this Constitution and the overall authority of the AGM, the NEC shall have power to:
- i. direct, control, and manage the affairs, funds, and property of the Society in a prudent, transparent, and accountable manner, and in furtherance of the objects of the Society;
 - ii. represent the Society in all statutory bodies, professional associations, and other organizations in which the Society is a member, affiliate, or stakeholder;
 - iii. articulate and express the official views and positions of the Society on matters of public, professional, or national interest affecting the nutrition sector;
 - iv. make arrangements for the Annual Conference, Annual General Meeting, and such other meetings or programmes of the Society as it may deem necessary;
 - v. appoint, vary, or change the Society's bankers and regulate the operation of the Society's bank accounts in accordance with approved financial regulations;
 - vi. promote, safeguard, and protect the welfare, professional interests, and collective rights of members of the Society;
 - vii. make, amend, or revoke by-laws, rules, and administrative guidelines for the effective governance and administration of the Society, subject to ratification by a simple majority of members present and voting at an AGM;
 - viii. establish Standing Committees and Ad-hoc Committees as may be required for the effective performance of the Society's functions, and determine their terms of reference;
 - ix. appoint an Editorial Board for the Nigerian Journal of Nutritional Sciences (NJNS), which shall consist of an Editor-in-Chief as Chairman and nine (9) other members, comprising six (6) members drawn from the geopolitical regions of Nigeria and

- three (3) international editors with demonstrated editorial and scholarly expertise;
- x. appoint such professional, technical, and administrative staff as may be necessary for the efficient operation of the Society, and determine their terms and conditions of service, including remuneration, which shall be charged to the funds of the Society;
 - xi. develop, approve, and enforce a Code of Conduct and Ethics Policy to guide governance practices, financial management, professional relationships, conflict of interest, and the public representation of the Society.

ARTICLE 6: STATE CHAPTERS

- 49.** There shall be one officially recognised State Chapter of the Society in each State of the Federation of Nigeria and in the Federal Capital Territory (FCT), Abuja, subject to the provisions of this Constitution and such guidelines as may be issued by the NEC from time to time.
- 50.** Meetings of a State Chapter shall be convened by the Chapter Secretary:
- i. Upon the directive of the Chapter Chairperson; or
 - ii. Upon a written requisition signed by a majority of the members of the Chapter Executive Committee.
- 51.** Each State Chapter shall hold not less than two (2) General Meetings in every calendar year for the purpose of promoting members' participation, professional engagement, and contribution to the activities of the Society.
- 52.** Subject to the approval and general oversight of the NEC, State Chapters may organise professional, educational, advocacy, and outreach programmes, including but not limited to seminars, public lectures, sensitisation programmes, visitations, and the

commemoration of recognised national and international nutrition-related days and weeks, including World Nutrition Day (28 May), World Food Safety Day (7 June), World Breastfeeding Week (1–7 August), National Nutrition Week (1–7 September), World Food Day (16 October). All such activities shall be documented and reported to the NEC on an annual basis.

- 53.** State Chapters may also organise social and networking events for members, provided that such events are consistent with the aims and objectives of the Society and do not impose any financial or legal liability on the National Body.
- 54.** Every member shall be required to attend at least one (1) General Meeting or participate in one (1) officially recognised activity of his or her State Chapter within a calendar year.
- 55.** A member who fails to comply with this requirement, without reasonable cause, may have his or her right to vote and be voted for in the affairs of the Society suspended for such period as may be determined by the NEC, subject to due process.
- 56.** Every member of the Society shall be affiliated with a State Chapter, and the maintenance of such affiliation shall be a continuing condition for membership of the Society.
- 57.** For the purposes of membership administration, an individual member shall be deemed to belong to the State Chapter that endorsed his or her application for membership, and such affiliation shall remain binding unless otherwise determined by a resolution of the NEC in accordance with this Constitution.
- 58.** A member who wishes to transfer affiliation from one State Chapter to another due to a change of place of residence, employment, or for any other valid reason shall notify the NEC in writing through the

National General Secretary and complete the prescribed State Chapter affiliation transfer process.

59. State Chapters shall be financially self-sustaining and shall not impose any financial obligation or liability on the National Body.
60. Accordingly, a State Chapter may levy State dues on its members, provided that such dues shall not exceed fifty per cent (50%) of the annual national dues of the Society, or such other amount as may be approved by a resolution supported by not less than two-thirds ($\frac{2}{3}$) of members present and voting at a duly convened State Chapter General Meeting.
61. Subject to the provisions of this Constitution, where the Executive Officers of a State Chapter fail, neglect, or refuse to convene meetings or organise activities in accordance with this Article, such officers shall be liable to investigation and appropriate sanctions by the Disciplinary Committee of the Society, following due process.
62. The tenure of office of State Chapter Officers shall be two (2) years in the first instance and may be renewed for one further term of two (2) years only, after which the officer shall not be eligible for immediate re-election to the same office.
63. State Chapters shall operate strictly in compliance with this Constitution and any regulations or directives lawfully issued by the National Body, and shall not engage in any activity inconsistent with the aims, objectives, or policies of the Society.

ARTICLE 7: NATIONAL OFFICERS AND THEIR FUNCTIONS

64. The National Officers of the Society shall consist of the following:
 - i. President;

- ii. Two (2) Vice Presidents, one from the Northern zone and one from the Southern zone;
- iii. National General Secretary;
- iv. Assistant National General Secretary;
- v. National Treasurer;
- vi. National Financial Secretary;
- vii. National Publicity Secretary;
- viii. Internal Auditor;
- ix. Editor-in-Chief of the Nigerian Journal of Nutritional Sciences (NJNS);
- x. Immediate Past President;
- xi. Two (2) elected Ex-Officio Members.

65. The President shall be the Chief Executive Officer, Head, and principal spokesperson of the Society and shall:

- i. provide strategic leadership in furtherance of the aims and objectives of the Society;
- ii. preside over meetings of the AGM and the NEC;
- iii. represent the Society in its dealings with external bodies and stakeholders;
- iv. serve as an Ex-Officio member of all committees of the Society;
- v. collaborate with the Board of Trustees in fundraising and resource-mobilisation efforts;
- vi. authorise expenditure of the Society in accordance with the approved budget and financial regulations;
- vii. jointly sign cheques and other financial instruments with the Treasurer and/or the National General Secretary, in accordance with approved financial policies;
- viii. submit annual work plans and performance reports to the NEC and the AGM;
- ix. perform such other functions as may be incidental to the office or assigned by this Constitution or the AGM.

66. The Vice Presidents shall:

- i. act for the President on a rotational basis in the absence, incapacity, or at the direction of the President;
- ii. supervise and coordinate the activities of State Chapters within their respective geopolitical zones;
- iii. assist the President in the implementation of policies and programmes of the Society;
- iv. perform such other duties as may be assigned by the President or the NEC.

67. The National General Secretary shall be the Chief Administrative Officer of the Society and shall:

- i. keep accurate minutes and records of all meetings of the AGM, NEC, and general meetings of the Society;
- ii. maintain the register of members and have custody of the Society's records, documents, and official seal;
- iii. receive, process, and respond to official correspondence, petitions, and complaints on behalf of the Society;
- iv. organise meetings, conferences, and official events of the Society;
- v. co-sign financial documents and instruments as required by this Constitution;
- vi. present an annual administrative report to the AGM;
- vii. serve as an Ex-Officio member of all committees of the Society;
- viii. submit annual work plans and performance reports to the NEC;
- ix. perform such other duties as may be assigned by the President or the NEC.

68. The Assistant National General Secretary shall:

- i. deputise for the National General Secretary in his or her absence;
- ii. assist in the performance of administrative and secretarial duties of the Society;
- iii. perform such other functions as may be delegated by the National General Secretary or the NEC.

- 69.** The National Treasurer shall be the custodian of the Society's funds and shall:
- i. receive and safeguard all monies, investments, and financial assets of the Society;
 - ii. ensure the proper and prompt banking of all funds received on behalf of the Society;
 - iii. maintain accurate and up-to-date financial records;
 - iv. co-sign cheques and other financial instruments with the President and/or the National General Secretary;
 - v. present financial statements as required by the NEC and the AGM.
- 70.** The National Financial Secretary shall:
- i. collect all dues, levies, and other monies payable to the Society and remit same to the Treasurer within seventy-two (72) hours of receipt;
 - ii. maintain proper accounting records of all collections and payments;
 - iii. submit quarterly financial reports to the NEC;
 - iv. prepare and present the annual financial report for approval by the NEC prior to presentation at the AGM;
 - v. facilitate fundraising activities in collaboration with the President and the Treasurer;
 - vi. ensure that financial records are readily available to the Internal and External Auditors;
 - vii. prepare and present the annual budget of the Society.
- 71.** The National Publicity Secretary shall:
- i. manage the public relations and media engagements of the Society and disseminate only duly approved information;
 - ii. maintain an archive of press releases, media coverage, and publicity materials relating to the Society;
 - iii. chair the Publicity Committee of the Society;

- iv. edit and oversee the publication of the Society’s newsletter and digital communications;
- v. submit annual work plans, performance reports, and a written report to the AGM.

72. The Internal Auditor shall:

- i. ensure compliance with internal financial control systems and procedures;
- ii. conduct periodic internal audits of the Society’s financial records and transactions;
- iii. review financial statements prior to submission to External Auditors;
- iv. submit audit reports and recommendations to the NEC.

73. The Editor-in-Chief shall:

- i. chair the Editorial Board of the Nigerian Journal of Nutritional Sciences (NJNS);
- ii. oversee editorial policy, peer-review processes, and publication standards of the Journal;
- iii. promote digital publishing, research integrity, and ethical publication practices;
- iv. submit annual editorial reports, work plans, and performance reports to the NEC and the AGM;
- v. perform such other duties as may be assigned by the President or the NEC.

ARTICLE 8: STATE CHAPTER OFFICERS AND THEIR FUNCTIONS

74. There shall be established for each State Chapter of the Society a State Chapter Executive Committee, which shall comprise the following officers:

- i. Chairperson;
- ii. Vice Chairperson;

- iii. Secretary;
 - iv. Assistant Secretary;
 - v. Treasurer;
 - vi. Financial Secretary;
 - vii. Publicity Secretary;
 - viii. Auditor;
 - ix. Welfare Officer;
 - x. Immediate Past Chairperson; and
 - xi. One (1) Elected Ex-Officio Member.
- 75.** The Chairperson shall be the principal executive and administrative officer of the State Chapter and shall:
- i. preside over all meetings of the Chapter and the Chapter Executive Committee;
 - ii. provide leadership, policy direction, and strategic guidance in furtherance of the aims and objectives of the Society;
 - iii. jointly authorize and co-sign approved payment vouchers and financial instruments with the Secretary and Treasurer, as applicable;
 - iv. represent the Chapter in its external relations, subject to this Constitution; and
 - v. present an annual report on the activities and affairs of the Chapter to the Congress or any superior organ as may be required.
- 76.** The Vice Chairperson shall:
- i. assist the Chairperson in the performance of his/her duties;
 - ii. act in the place of the Chairperson during his/her absence, incapacity, or vacancy; and
 - iii. perform such other functions as may be assigned by the Chairperson or the Chapter Executive Committee.
- 77.** The Secretary shall be the chief administrative and record-keeping officer of the State Chapter and shall:

- i. record, maintain, and preserve accurate minutes of all meetings of the Chapter and its Executive Committee;
- ii. have custody of all official records, documents, and the register of members;
- iii. receive, document, and transmit petitions, complaints, and correspondence to the Chapter Executive Committee for consideration;
- iv. conduct all official correspondence of the Chapter;
- v. jointly sign financial instruments and documents with the Chairperson and/or Treasurer where required;
- vi. convene meetings upon the directive of the Chairperson or pursuant to a resolution supported by a majority of the Chapter Executive Committee; and
- vii. prepare meeting agendas, periodic reports, and an annual report of the Chapter's activities.

78. The Assistant Secretary shall:

- i. assist the Secretary in the discharge of his/her duties;
- ii. act for the Secretary during his/her absence, incapacity, or vacancy; and
- iii. perform such other duties as may be assigned by the Secretary or the Chapter Executive Committee.

79. The Treasurer shall be the custodian of the Chapter's funds and shall:

- i. disburse funds strictly in accordance with duly approved resolutions, budgets, and financial regulations;
- ii. maintain proper and accurate books of accounts reflecting all financial transactions of the Chapter; and
- iii. ensure that the financial records of the Chapter are subjected to periodic audit in accordance with this Constitution.

80. The Financial Secretary shall:

- i. collect all dues, levies, subscriptions, and other revenues accruing to the Chapter;
- ii. promptly deposit all monies collected into the designated bank account(s) of the Chapter;
- iii. keep accurate records of all receipts and financial transactions; and
- iv. submit periodic financial reports to the Chapter Executive Committee and the Congress.

81. The Publicity Secretary shall:

- i. disseminate information relating to the activities of the Chapter to the media, subject to the prior approval of the Chairperson;
- ii. maintain professional relationships with media organizations and the general public;
- iii. promote and enhance the public image and visibility of the Chapter; and
- iv. perform such other duties as may be assigned by the Chairperson or the Chapter Executive Committee.

82. The Auditor shall:

- i. examine, audit, and review the financial records and accounts of the Chapter;
- ii. submit periodic audit reports to the Chapter Executive Committee and the Congress; and
- iii. have unrestricted access to all financial books, records, and documents necessary for the proper performance of his/her duties.

83. The Welfare Officer shall:

- i. coordinate and oversee welfare, social, and assistance programmes of the Chapter;
- ii. monitor, document, and report on matters affecting the welfare of members;
- iii. administer welfare schemes approved by the Chapter; and

- iv. perform such other duties as may be assigned by the Chairperson or the Chapter Executive Committee.

ARTICLE 9: ELECTION OF OFFICERS

- 84.** All officers of the Society shall be elected by eligible financial members in strict compliance with the provisions of this Constitution and any regulations made pursuant thereto.
- 85.** Except for the Immediate Past President, Immediate Past Chairperson, and the Editor-in-Chief, all elected officers shall hold office for a term of two (2) years and shall be eligible for re-election for one (1) additional consecutive term only in the same office.
- 86.** Where a State Chapter Officer is elected or appointed to any National Office, such officer shall be deemed to have vacated his/her Chapter office with immediate effect. The Vice Chairperson or Assistant Officer, as applicable, shall assume office in an acting capacity pending a by-election.
- 87.** Elections into National Offices shall be conducted during the Annual General Meeting, and voting shall be restricted to members who are duly accredited and physically or virtually present.
- 88.** The NEC shall constitute an Electoral Committee consisting of a Chairperson, a Secretary, and five (5) other members, which shall be responsible for the planning, supervision, and conduct of National elections.
- 89.** The Electoral Committee shall issue a public call for nominations and receive Letters of Intent from eligible members addressed to the Chairperson of the Committee, with copies forwarded to the National General Secretary.

90. Candidates for President and Vice Presidents shall submit policy statements not exceeding two (2) pages, while all other candidates shall submit vision statements not exceeding one (1) page.
91. The abridged Curriculum Vitae and manifesto of each candidate shall be published in the Society's official newsletter, circulated electronically, and displayed on the official website.
92. Only members who have previously served on the National Executive Council and demonstrated proven leadership capacity shall be eligible for nomination to the office of President.
93. There shall be two (2) Vice Presidents representing the North and South geopolitical zones respectively.
94. To qualify for election to any National Office, a candidate shall:
 - i. be a financial member of the Society;
 - ii. have actively participated in the affairs of the Society; and
 - iii. not have been indicted or found culpable of financial misconduct.
95. Voting may be conducted electronically or by secret ballot. Results shall be announced immediately upon completion of vote counting.
96. Any aggrieved candidate may lodge an appeal within seven (7) days, and the decision of the Election Appeal Committee shall be final and binding.
97. All elected officers shall be sworn in by a Legal Practitioner at the AGM and shall assume office upon taking the Oath of Office prescribed in this Constitution.

ARTICLE 10: MEETINGS

- 98.** All meetings of the Society shall be conducted in accordance with democratic principles, due process, and established parliamentary procedures. In the event of a tie, the presiding officer shall exercise a casting vote.
- 99.** The Society shall convene the following meetings:
- i. Annual General Meeting (AGM);
 - ii. Extraordinary General Meeting (EGM);
 - iii. National Executive Council Meetings (NECM);
 - iv. State Chapter General Meetings (SCGM);
 - v. State Chapter Executive Meetings; and
 - vi. Committee Meetings (CM).
- 100.** All meetings of the Society and its organs shall be convened, conducted, and regulated in accordance with the provisions of this Constitution, and the requirements as to quorum, notice, and frequency of meetings shall be strictly observed.
- 101.** The Society shall convene an Annual General Meeting once in every calendar year.
- 102.** The quorum for the AGM shall be one-fifth (1/5) of the total number of paid-up members of the Society.
- 103.** The date, time, and venue of the next Annual General Meeting shall be determined and announced at the conclusion of the preceding AGM.
- 104.** Notice of the AGM shall be issued to members in accordance with this Constitution.
- 105.** Any proposal, motion, or matter intended for consideration at the AGM shall be submitted in writing to the National General

Secretary not later than six (6) weeks prior to the scheduled date of the AGM.

106. An EGM may be convened at any time by the NEC or by the President, where circumstances so require.
107. The NEC shall convene an EGM upon receipt by the National General Secretary of a written request signed by not fewer than ten (10) financial members of the Society, clearly stating the purpose for which the meeting is sought.
108. The quorum for an EGM shall be one-third (1/3) of the total number of financial members of the Society.
109. The business of an EGM shall be limited strictly to the matter or matters for which the meeting was convened.
110. The NEC shall meet not less than three (3) times in each calendar year.
111. The quorum for meetings of the NEC shall be as provided in Article 5, namely, two-thirds (2/3) of the total membership of the Council.
112. The date, time, and venue of meetings of the NEC shall be jointly determined by the President and the National General Secretary.
113. Each State Chapter shall hold General Meetings not less than two (2) times in each calendar year.
114. The quorum for State Chapter General Meetings shall be two-thirds (2/3) of the total membership of the Chapter.

- 115.** The date, time, and venue of State Chapter General Meetings shall be jointly determined by the Chairperson and the Chapter Secretary.
- 116.** The State Chapter Executive Committee shall meet not less than four (4) times in each calendar year.
- 117.** The quorum for meetings of the State Chapter Executive Committee shall be two-thirds (2/3) of the total membership of the Committee.
- 118.** The date, time, and venue of State Chapter Executive Committee meetings shall be jointly determined by the Chairperson and the Chapter Secretary.
- 119.** Notice of such meetings shall be issued to members not less than seven (7) days prior to the date of the meeting.
- 120.** Meetings of Standing Committees, Ad-hoc Committees, and other committees established under this Constitution shall be convened at such times and places as may be determined by the NEC or the relevant State Chapter Executive Committee, as applicable.
- 121.** Notice of any General Meeting, Congress, or equivalent assembly of the Society shall be issued by the National General Secretary or the Chapter Secretary, as applicable, not less than fourteen (14) days prior to the date of the meeting, except in the case of an EGM, for which shorter notice may be given as circumstances require.

ARTICLE 11: FUNDS AND FINANCE

- 122.** All funds, assets, and properties of the Society shall vest exclusively in the Society.

- 123.** No provision of this Constitution or any subsidiary regulation shall prejudice or restrict the right of the NEC to institute legal or administrative proceedings for the recovery of monies or property belonging to the Society.
- 124.** The financial resources of the Society shall be derived from lawful sources, including but not limited to:
- i. membership registration fees;
 - ii. annual subscriptions or dues;
 - iii. levies imposed on members;
 - iv. donations, gifts, and grants;
 - v. proceeds from the sale of publications or other materials of the Society;
 - vi. fundraising activities and other lawful income.
- 125.** All fees and charges payable to the Society, including membership registration fees, annual subscriptions, and publication charges, shall be determined and approved by a simple majority of members present and voting at the AGM.
- 126.** The income and property of the Society shall be applied solely towards the promotion and achievement of the aims and objectives of the Society and shall not be distributed to members or any person, except as expressly provided by this Constitution.
- 127.** The Society and its State Chapters shall maintain bank accounts with reputable financial institutions within the Federal Republic of Nigeria.
- 128.** The authorized signatories to the Society's national bank accounts shall be: the President; the National General Secretary; and the National Treasurer.

- 129.** Any two (2) of the above signatories, one of whom shall be the President, shall be required to authorize withdrawals or disbursements.
- 130.** The authorized signatories to State Chapter bank accounts shall be: the Chairperson; the Secretary; and the Treasurer.
- 131.** Any two (2) of the above signatories, one of whom shall be the Chairperson, shall be required to authorize withdrawals or disbursements.
- 132.** The NEC and/or the President shall be empowered to authorize the disbursement of Society funds, provided that such expenditure does not exceed the amounts approved in the budget by a simple majority of members present and voting at the AGM.
- 133.** Society funds shall be used for administrative and operational purposes, maintenance of premises and assets, and for the advancement of the constitutional objectives of the Society.

ARTICLE 12: DISCIPLINE

- 134.** Subject to this Constitution, the NEC shall have the power to discipline any Officer, Member, or Chapter of the Society and to impose appropriate sanctions, provided that fair hearing and due process are strictly observed.
- 135.** An Officer may be disciplined or removed from office on grounds including but not limited to:
- i. inability to perform the duties of office due to prolonged ill health, habitual absenteeism, or incompetence;
 - ii. negligence or unethical conduct;
 - iii. acts of disloyalty to the Society;

- iv. gross abuse of office, including misappropriation or embezzlement of funds.
- 136.** Allegations of misconduct against an Officer may be reported to the NEC by the President or any competent authority.
- 137.** Where the NEC establishes a prima facie case, the Officer may be suspended by a simple majority of NEC members present and voting. The matter shall thereafter be referred to the AGM for final determination.
- 138.** The President may be removed from office upon a petition signed by not less than one-third (1/3) of registered members, stating specific allegations of misconduct.
- 139.** Upon receipt of such petition, the Board of Trustees shall convene an EGM.
- 140.** The Chairman of the Board of Trustees, or a designated Trustee, shall preside over the EGM.
- 141.** Where two-thirds (2/3) of members present and voting resolve in favour of removal, the President shall stand removed, and the First Vice President shall immediately assume office.
- 142.** Where a Chapter is suspended, all expenditures of that Chapter shall be subject to the prior approval of the President.
- 143.** The NEC shall assume temporary control of the Chapter's finances and administration until the suspension is lifted.
- 144.** Where the NEC removes a Chapter Officer or dissolves a State Chapter Executive Committee, the affected Officer(s) shall, within two (2) months, render a satisfactory account of all Society funds

and property in their custody. Failure to comply shall attract appropriate legal or administrative action.

- 145.** A State Chapter may discipline or remove any of its Officers or Members for just cause, following due process, subject to confirmation by the NEC. Sanctions may include warning, fine, suspension, or expulsion.
- 146.** Any Officer or Member disciplined under this Article shall have the right of appeal to the National Disciplinary Committee and, where applicable, to the NEC.
- 147.** An aggrieved member shall first submit a written complaint to the State Chapter Executive Committee.
- 148.** The Chapter Executive Committee shall respond within four (4) to six (6) weeks. Where the response is unsatisfactory, the complaint may be referred to the Chapter Congress.
- 149.** Complaints against a Chapter Chairperson shall be forwarded to the NEC following Congress deliberation. Complaints against National Officers shall be submitted directly to the NEC.
- 150.** No Chapter or Member shall institute legal proceedings against the Society or any of its organs without first exhausting all internal remedies provided under this Constitution.
- 151.** Sanctions for breaches of this Constitution may include warning, fine, suspension, or expulsion, as determined by the appropriate Disciplinary Committee, subject to appeal.

ARTICLE 13: APPOINTMENT OF AUDITORS

- 152.** The Society shall appoint and, where necessary, remove an Auditor at the AGM.
- 153.** The Auditor shall audit the accounts of the Society at least once in every financial year and submit a report to the Society detailing:
- i. the financial position of the Society;
 - ii. any irregularities or breaches discovered;
 - iii. observations on accounting systems and financial controls;
 - iv. recommendations for improving financial management and accountability.

ARTICLE 14: TRUSTEES

- 154.** There shall be a Board of Trustees of the Society. Subject to ratification by a simple majority of members present and voting at the AGM, the NEC shall appoint the Trustees of the Society.
- 155.** A person shall be eligible for appointment to the Board of Trustees if he or she:
- i. is of high repute, integrity, and proven commitment to the advancement of nutrition science, practice, and policy in Nigeria;
 - ii. has demonstrated leadership experience at institutional, professional, national, or international levels;
 - iii. is nationally and/or internationally recognised for contributions to nutrition science, advocacy, policy, or practice;
 - iv. has not been convicted by a competent court of any offence involving dishonesty, fraud, or corruption;
 - v. undertakes to comply with the Society's Code of Conduct and Conflict of Interest Policy;
 - vi. is willing and able to devote sufficient time and effort to the duties of the Board, including meetings, strategic oversight, fundraising, and advocacy;

vii. is committed to acting as an ambassador of the Society in furtherance of its vision and mission.

156. The Board of Trustees shall consist of seven (7) persons. Any five (5) Trustees shall constitute a quorum for the transaction of business. The Trustees shall be registered as “The Registered Trustees of the Nutrition Society of Nigeria (NSN)” in accordance with Part F of the CAMA 2020.

157. A Trustee shall serve for a term of five (5) years, renewable once only. And a Trustee shall cease to hold office upon:

- i. resignation;
- ii. bankruptcy;
- iii. proven ill-health or mental incapacity;
- iv. conviction for a criminal offence by a competent court; or
- v. any other cause rendering the Trustee unfit or incapable of discharging the duties of office.

158. The Trustees shall:

- i. support and promote fundraising initiatives of the Society;
- ii. advocate for nutrition-related issues at national and international levels;
- iii. provide strategic and advisory guidance to the Society through the NEC;
- iv. assist in conflict resolution when called upon by the Society.

159. The powers vested in the Trustees under CAMA 2020 shall be exercised subject to the direction and resolutions of the AGM.

160. The Board of Trustees shall meet at least once in every calendar year, preferably during the Annual Conference of the Society. At such meeting, the Trustees shall:

- i. review their performance for the preceding year; and
- ii. consider plans and priorities for the ensuing year.

161. The President of the Society shall serve as Secretary to the Board of Trustees.

162. The Board shall also be presented at its annual meeting with a report on the activities and financial position of the Society.

ARTICLE 15: COMMON SEAL

163. The Society shall maintain a Common Seal, which shall be kept in the custody of the National General Secretary.

164. The Common Seal shall be produced and affixed only as may be authorized by the Board of Trustees.

165. The Common Seal and logo of the Society shall remain the exclusive property of the Board of Trustees.

166. Neither the Seal nor the logo shall be affixed to any document, property, or object without the prior express authorization of the Board of Trustees or their duly designated representatives.

ARTICLE 16: MISCELLANEOUS

167. No individual shall hold more than one elective or appointive office in the Society at the same time.

168. Officers of the Society shall serve in an honorary capacity and shall not receive salaries. Employees of the Society shall be entitled to remuneration.

169. Nothing in this Constitution shall prevent the payment, in good faith, of reasonable remuneration or allowances to any officer, member, or employee for services actually rendered to the Society.

- 170.** Members may be reimbursed for legitimate out-of-pocket expenses incurred on behalf of the Society.
- 171.** There shall be a Students' Steering Committee (SSC), elected by students from each geopolitical zone, to support the NEC in advancing the objectives of the Society.
- 172.** The SSC shall be composed of student representatives elected from each geopolitical zone. The Committee shall be headed by a Chairperson, elected from among its members, and may include other officers such as a Vice-Chairperson, Secretary, and Treasurer, as determined by the Committee and approved by the NEC.
- 173.** Members of the SSC shall serve one-year terms, renewable once unless otherwise provided by this Constitution, and shall vacate office upon resignation, removal for misconduct following due process, or loss of student status.
- 174.** The SSC shall be accountable to the NEC and shall report to it through the submission of periodic reports on its activities, decisions, and recommendations.
- 175.** The SSC shall:
- i- lead and coordinate student programmes, initiatives, and projects across all student bodies.
 - ii- provide evidence-based advice, strategic guidance, and policy recommendations to the NEC on student affairs.
 - iii- monitor, evaluate, and report on the implementation and effectiveness of Society's resolutions and approved programmes.
 - iv- engage with relevant stakeholders to advance student initiatives and institutional objectives.

- v- perform any additional functions as assigned by the NEC or prescribed under this Constitution, consistent with best practices and standards of professional excellence.
- 176.** Any officer may resign from office in accordance with this Constitution.
- 177.** Upon resignation or removal, an officer shall hand over all Society property in his or her possession to the President or Chapter Chairperson, or in their absence, the Vice President or Vice Chairperson; settle all outstanding financial obligations to the Society.
- 178.** Where the resigning officer is the President or Chapter Chairperson, handover shall be made to an authorized representative of the Society.
- 179.** Both members and non-members of the Society may be appointed as employees of the Society.
- 180.** Payments to any company in which a member holds not more than one-tenth (1/10) of the issued share capital shall not be deemed a breach of this Constitution, provided that such member shall not be required to account for any share of profits received thereby.
- 181.** All Trustees, officers, committee members, and employees shall act in good faith and in the best interests of the Society.
- 182.** No officer or member shall participate in or influence any decision in which he or she, or an immediate family member, has a direct or indirect personal or financial interest. Any conflict of interest shall be disclosed in writing to the Council or relevant committee, and the affected person shall abstain from deliberation and decision-making.

183. Failure to disclose a conflict of interest shall attract appropriate disciplinary sanctions, including suspension, removal from office, or expulsion from the Society.

ARTICLE 17: INTERPRETATION

184. For the purposes of this Constitution:

- i. “Annual Fiscal Year” means the period beginning at the end of an Annual General Meeting and ending at the next Annual General Meeting.
- ii. “Authorized person” means:
 - a. For national officers: The President (or the National General Secretary where the President is the subject);
 - b. For state officers: The Chairperson (or the Secretary where the Chairperson is the subject).
- iii. “Authorized member” means a financial member eligible to vote.
- iv. “Constitution” means this Constitution of the Nutrition Society of Nigeria (NSN).
- v. “Due Process” means that disciplinary proceedings shall give the accused notice of the charges; and allow reasonable opportunity for a defence before the National Disciplinary Committee.
- vi. “Financial Member” means a member who is current with all financial obligations to the Society.
- vii. “Geopolitical Zone” refers to one of the recognised regions in Nigeria for administrative purposes.
- viii. “Officer” means any individual holding a position within the Society.
- ix. “Quorum” means the minimum number of members required to conduct a valid meeting, as defined elsewhere in this Constitution.
- x. “Society” refers to the Nutrition Society of Nigeria (NSN).
- xi. “Secretariat” means the registered office of the Society.
- xii. “Tertiary Institution” refers to any post-secondary educational institution.

ARTICLE 18: AMENDMENT PROCEDURE

- 185.** This Constitution may be amended from time to time in accordance with the procedure set out in this Article.
- 186.** A copy of any proposed amendment shall be circulated to all financial members of the Society not less than twenty-eight (28) days prior to the AGM at which the amendment is to be considered.
- 187.** No provision of this Constitution shall be amended unless the proposed amendment is approved by a resolution supported by not less than two-thirds (2/3) of the members present and voting at the AGM. For the purpose of determining the required majority, fractions shall be rounded up to the nearest whole number.
- 188.** Every amendment duly adopted in accordance with this Article shall take effect immediately upon its approval by the members at the Annual General Meeting, unless otherwise expressly resolved.

ARTICLE 19: SPECIAL CLAUSE

- 189.** In the event of the winding up or dissolution of the Society, no part of the remaining assets or property of the Society, after the satisfaction of all debts and liabilities, shall be distributed to any member of the Society.
- 190.** Any remaining assets shall be transferred to one or more institutions, organizations, or bodies having aim and objectives similar to those of the Society, provided that such institution(s) are prohibited from distributing their income or property among their members to an extent at least as restrictive as that imposed upon the Society by this Constitution.

- 191.** The institution or institutions to which such assets shall be transferred shall be determined by the members of the Society at or before the time of dissolution.
- 192.** Where no such determination is made by the members, the remaining assets shall be applied to charitable or public-interest purposes as may be directed by a competent authority in accordance with applicable law.

ARTICLE 20: CITATION AND COMMENCEMENT

- 193.** This Constitution shall be cited as the “*Constitution of the Nutrition Society of Nigeria (NSN), 2025.*”
- 194.** This Constitution shall come into force on the 18th day of September, 2025, upon its adoption by the Annual General Meeting of the Society.

APPENDIX I

(a)

OATH OF OFFICE FOR NATIONAL OFFICERS

I _____ (full name) do solemnly swear/affirm that I will bear true allegiance to the Nutrition Society of Nigeria (NSN) and discharge my duties faithfully and in accordance with the Nutrition Society of Nigeria Constitution and always in the best interests, integrity and well-being of the Society; that I will not allow my personal interest to influence my official decisions and I will strive in all circumstances to defend the ethics of the profession and the rule of law. SO, HELP ME GOD!

(b)

OATH OF OFFICE OF THE STATE CHAPTER OFFICERS

I _____ (Full name) do solemnly swear/affirm that I will bear true allegiance to the Nutrition Society of Nigeria (NSN) State Chapter and discharge my duties faithfully and in accordance with the Constitution of the Nutrition Society of Nigeria (NSN) and always in the best interests, integrity and wellbeing of the Chapter and the Society, that I will not allow my personal interest to influence my official decisions and I will strive in all circumstances to defend the ethics of the profession, and the rule of law. SO, HELP ME GOD!

(c)
MEMBERSHIP INDUCTION OATH

I, _____ (Full Name), being formally admitted as a member of the Nutrition Society of Nigeria (NSN), do solemnly and sincerely swear that:

- i- I shall faithfully uphold the Constitution and guiding principles of the Nutrition Society of Nigeria (NSN).
- ii- I will carry out my duties as a Nutrition Professional with integrity, competence, and respect for human dignity.
- iii- I pledge to promote good nutrition, prevent malnutrition, and contribute to national health and development.
- iv- I will apply scientific knowledge in the service of humanity, without bias or discrimination.
- v- I shall maintain professional competence through continuous learning and ethical practice.
- vi- I will collaborate respectfully with colleagues and other professionals in the interest of public health.
- vii- I shall not allow personal interest, prejudice, or external pressure to compromise my professional judgment or conduct.
- viii- I shall preserve confidentiality and uphold trust in all professional relationships. SO HELP ME GOD.



Prof. Salisu Maiwada Abubakar, FNSN, FIDN
President,
Nutrition Society of Nigeria (NSN)



Dr. Oluwaseun Ariyo
National General Secretary,
Nutrition Society of Nigeria (NSN)

