



FORTUNE & RESTORATION CHARITY FOUNDATION

CONSTITUTION

Fortune & Restoration Charity Foundation

ADOPTED APRIL 20, 2026 • GOVERNING CONSTITUTION

ARTICLE I: NAME AND LEGAL CHARACTER

The organization shall be known as Fortune & Restoration Charity Foundation. The public notice supplied for this governance record identifies the organization under that name and records its application to the Corporate Affairs Commission under Part F of the Companies and Allied Matters Act, 2020.

This Constitution is the governing constitutional document adopted by the organization on April 20, 2026. It shall be administered consistently with the Companies and Allied Matters Act, 2020, applicable CAC requirements, and the organization's official CAC record. Where a mandatory CAC filing or registered instrument controls a particular matter, the organization shall comply with that legal record.

The organization shall operate for lawful charitable, educational, social, developmental, cultural, and related public-benefit purposes.

ARTICLE I.i – OBJECTS

Empower families through financial assistance and access to essential services.

Foster education by providing resources and opportunities for learning.

Conduct community outreach programs that create positive and lasting impact.

Promote music as a tool for social change and cultural enrichment.

Work with private-sector, development, government, and community partners on lawful projects that improve livelihoods and access to essential services.

Promote entrepreneurship, skills acquisition, capacity building, workshops, seminars, public lectures, and other lawful charitable activities consistent with the registered objects.

ARTICLE I.ii – REGISTERED OFFICE

The registered office and official contact details shall be maintained in the organization's corporate records and kept current with the Corporate Affairs Commission as required. No private residential address is incorporated into this public governance copy.

ARTICLE I.iii – TRUSTEES

The trustees identified in the supplied public notice and recognized for this Constitution are: Uzoigwe Ikenna Fortunatus, Chairman; Ihemeje Blessing Chinenye, Secretary; and Uzoigwe Iheanyi Sunday, Trustee. Trustee



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appointments, removals, replacements, and statutory particulars shall be maintained in the organization's official corporate records and updated with CAC where required.

Trustees shall meet all statutory qualifications and shall act for the charitable purposes of the organization rather than for private benefit.

ARTICLE II: GOVERNING BODY

The Trustees shall constitute the governing body of the Nigerian organization, subject to the Companies and Allied Matters Act, applicable regulations, the registered Constitution, and lawful resolutions.

The governing body shall oversee strategy, assets, finance, programs, compliance, safeguarding, and organizational continuity.

ARTICLE III: OFFICERS AND TRUSTEE RESPONSIBILITIES

The organization may designate a Chairman, Secretary, Treasurer or Finance Lead, Program/Community Lead, and other officers as authorized by the governing body.

Officers shall have written responsibilities and shall not exercise authority beyond that granted by the Constitution or governing-body resolution.

ARTICLE IV: MEETINGS, QUORUM AND DECISION-MAKING

The governing body shall meet at least quarterly unless a lawful resolution establishes another schedule.

Notice, quorum, voting, remote participation, minutes, and written resolutions shall follow the Constitution and applicable Nigerian law.

Material decisions shall be recorded in signed minutes or other legally valid records.

ARTICLE V: FINANCIAL MANAGEMENT

Funds shall be maintained in accounts in the organization's authorized name and used for lawful organizational purposes.

No trustee, officer, coordinator, volunteer, or third party may treat organizational funds as personal funds.

Budgets, payment approvals, reconciliations, receipts, procurement records, grant records, and financial reports shall be maintained.

Restricted funds shall be tracked and used according to lawful restrictions.

ARTICLE VI: LEGAL AND REGULATORY COMPLIANCE

The organization shall comply with applicable Nigerian law, CAC requirements, tax obligations, regulatory requirements, and lawful contractual commitments.

Where it collaborates with the U.S. nonprofit, the parties shall remain legally distinct and use written agreements where appropriate.



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ARTICLE VII: PROGRAMS AND COMMUNITY IMPLEMENTATION

Programs shall be planned, authorized, documented, and evaluated according to available resources and applicable law.

State or regional coordinators may be appointed by authorized leadership and shall operate under written terms of reference and reporting requirements.

Local implementation shall not create separate legal entities or independent fundraising authority unless separately authorized and lawfully established.

ARTICLE VIII: AMENDMENTS

Amendments shall be made only through the process required by the registered Constitution, governing-body resolutions, CAMA, and CAC requirements. Where CAC filing is required, the organization shall use the applicable post-registration process.

ARTICLE IX: CODE OF CONDUCT

Trustees, officers, staff, volunteers, and coordinators shall act honestly, respectfully, lawfully, and in the organization's interests.

Misconduct may result in corrective action, removal from a role, termination of appointment, or referral to appropriate authorities where warranted.

ARTICLE X: CONFLICT OF INTEREST

Covered persons shall disclose actual, potential, or perceived conflicts.

Conflicted persons shall not vote on affected matters and should not influence the decision except to provide factual information when requested.

Related-party transactions shall be reviewed for fairness, documentation, and organizational benefit.

ARTICLE XI: VOLUNTEERS, STAFF AND CONSULTANTS

Roles shall be documented. Individuals handling funds, beneficiaries, children, sensitive information, or high-risk programs shall receive appropriate training and supervision.

Engagement agreements may include confidentiality, safeguarding, intellectual property, and lawful conduct requirements.

ARTICLE XII: DATA PROTECTION AND CONFIDENTIALITY

Personal information shall be collected and used for legitimate purposes and protected according to applicable Nigerian requirements and organizational policy.

Confidential records shall be accessed only by authorized personnel with a legitimate need.

ARTICLE XIII: ACCOUNTS, RECORDS AND REPORTING



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The organization shall maintain accounting records and corporate records required by law and its Constitution. Financial statements, annual or periodic returns, minutes, trustee records, grant files, and material contracts shall be retained according to applicable requirements.

External audit or independent examination may be obtained when required by law, a funder, the governing body, or circumstances warrant.

ARTICLE XIV: PARTNERSHIPS AND COLLABORATIONS

Material partnerships should undergo due diligence appropriate to the risk.

Written agreements should define scope, funds, reporting, safeguarding, data, intellectual property, and termination.

ARTICLE XV: SUCCESSION AND VACANCIES

Vacancies and succession shall be handled under the Constitution, governing-body resolutions, and applicable CAC procedures.

No person has a permanent personal entitlement to a trustee or officer position.

ARTICLE XVI: RISK MANAGEMENT

The organization shall maintain reasonable procedures for financial, operational, safeguarding, reputational, cybersecurity, and continuity risks.

ARTICLE XVII: SAFEGUARDING AND BENEFICIARY PROTECTION

The organization shall protect children, vulnerable adults, beneficiaries, volunteers, and community participants from abuse, exploitation, harassment, discrimination, and retaliation.

Serious safeguarding concerns shall be escalated and documented.

ARTICLE XVIII: INTELLECTUAL PROPERTY AND BRAND

Official names, logos, program materials, websites, and other intellectual property shall be used only with appropriate authorization.

No person may use the organization's identity to solicit funds or create obligations without authority.

ARTICLE XIX: FUNDRAISING AND GRANT MANAGEMENT

Fundraising shall be truthful, authorized, documented, and used for lawful charitable purposes.

Grant files shall document awards, budgets, restrictions, reports, expenditures, outcomes, and closeout.

ARTICLE XX: DIGITAL AND SOCIAL MEDIA

Official digital accounts shall be authorized and managed responsibly. Content must respect privacy, safeguarding, intellectual property, and the organization's reputation.



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Unauthorized accounts may not represent themselves as official organizational fundraising or contracting channels.

ARTICLE XXI: DISSOLUTION

Upon lawful dissolution, remaining assets after liabilities shall be applied to charitable purposes consistent with the registered Constitution and applicable Nigerian law. No charitable asset shall be distributed for private benefit.

ARTICLE XXII: NON-DISCRIMINATION AND INCLUSIVITY

The organization shall promote respect and equal dignity and shall not tolerate racism, tribalism, religious prejudice, harassment, or retaliation.

Programs and leadership should be administered fairly and consistently with applicable law and charitable purpose.

RATIFICATION, ADOPTION AND CORPORATE RECORDS

Adoption Date: April 20, 2026. Effective Date: April 20, 2026.

CAC Registration Number: Not reproduced in this public Constitution because the supplied public notice does not state a registration number. The organization shall maintain its current CAC registration particulars in its corporate records and make statutory disclosures where required.

Trustee register: The trustee names stated in Article I.iii are the trustees identified in the supplied public notice; the official CAC record shall control if a later lawful change has been registered.

This Constitution was adopted by the governing body on April 20, 2026. It is presented publicly as the organization's adopted governance constitution. Any subsequent amendment, trustee change, or statutory filing required by Nigerian law shall be completed and reflected in the organization's official corporate records.

Public governance record • Adopted April 20, 2026

TRUSTEE ADOPTION CERTIFICATION

The governing trustees certify that this Constitution was adopted on April 20, 2026 and is effective as of that date. It establishes the governance framework for Fortune & Restoration Charity Foundation and shall be interpreted and administered consistently with applicable Nigerian law and the organization's official Corporate Affairs Commission records.

This public copy does not reproduce private identification documents, signatures, residential addresses, trustee declarations, or other non-public filing materials.