



INTERNAL REGULATIONS OF THE PAN-AFRICAN INTEGRAL DEVELOPMENT (PaDI)

*Adopted in accordance with the Statutes and Law No. 2025-19 of 22 July 2025
relating to Associations and Foundations in the Republic of Benin.*

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PREAMBLE

These Internal Regulations specify the practical procedures for the organization, administration, governance, oversight and functioning of the **Pan-African Integral Development Association (PaDI)**.

They supplement the Statutes without modifying or contradicting them.

In the event of any inconsistency:

1. the applicable law shall prevail;
2. the Statutes shall prevail over these Internal Regulations.

These Regulations shall be interpreted in accordance with the spirit and objectives of the Statutes of PaDI.

As PaDI is an organization with an **international scope**, its officers, members and institutional structures may be located in several countries. In order to ensure the effectiveness of its governance and the continuity of its activities, the organization may in particular make use of:

- remote meetings;
- secure electronic signatures;
- digital administrative procedures;
- formal delegations of authority.

These mechanisms are intended to ensure:

- institutional continuity;
- traceability of decisions;
- administrative transparency;
- accountability of leadership.

CHAPTER I : GENERAL PROVISIONS

Article 1 — Scope of Application

These Internal Regulations apply to:

- all members of PaDI;
- all governing bodies;
- all territorial structures;
- all operational structures;
- all officers, staff members, authorized partners or representatives acting in the name of or on behalf of PaDI.

Article 2 — Hierarchy of Internal Norms

The internal legal order of PaDI is as follows:

1. applicable law;
2. the Statutes of PaDI;
3. these Internal Regulations;
4. decisions of the General Assembly;
5. decisions of the International Steering Committee (ISC);
6. decisions of the International Executive Bureau (IEB);
7. decisions adopted under delegated authority.

No internal act may contradict a higher-level norm.

Article 3 — Traceability of Decisions

Any decision binding upon PaDI must be:

- formalized in writing;
- dated;
- validated by the competent authority;
- archived in the institutional registers.

Article 4 — Institutional Registers

PaDI shall maintain, **inter alia**, the following registers:

- register of members;
- register of General Assembly minutes;
- register of ISC decisions;
- register of IEB decisions;
- register of territorial structures;
- register of delegations and mandates;
- register of agreements and partnerships;
- register of disciplinary decisions;
- financial and accounting register.

Records may be maintained in **secure digital form**.

CHAPTER II : MEMBERS

Article 5 — Categories of Members

The categories of members are those defined by the Statutes:

- founding members;
- ordinary members;
- active members;
- committed members;
- honorary members.

These Regulations specify the **administrative procedures** applicable to them.

Article 6 — Admission

Membership becomes effective after:

- a written or electronic application;
- validation by the competent body in accordance with the Statutes;
- payment of applicable membership fees;
- a commitment to comply with the Statutes and Regulations of PaDI.

Article 7 — Membership Contributions

Membership contributions shall be determined by the **General Assembly**.

The **International Executive Bureau** shall organize their collection. Payment arrangements may be adapted according to the administrative and financial realities of the different countries where PaDI operates.

Article 8 — Suspension for Non-Payment

A member may be suspended following **formal notice that has not been complied with**.

A reasonable period for regularization may be granted by the **International Executive Bureau**. Suspension temporarily limits certain rights without constituting expulsion.

Article 9 — Protection of the Name and Institutional Identity

The name, logo, visual identity, programmes, publications, pedagogical methods and intellectual productions of PaDI constitute **protected institutional assets**.

Any use thereof must be authorized by the competent governing bodies of PaDI.

CHAPTER III : GOVERNING BODIES

SECTION I : GENERAL ASSEMBLY

Article 10 — Convening

The General Assembly shall be convened **at least thirty days prior** to its meeting. In cases of urgency, a shorter notice period may be applied.

The notice shall specify:

- the agenda;
- the date;

- the location or mode of meeting.

Article 11 — Meeting Modalities

General Assemblies may be held:

- in person;
- remotely;
- in hybrid format.

Article 12 — Attendance Record

Participation shall be confirmed by:

- handwritten signature;
- electronic validation;
- recorded presence during a remote meeting.

Article 13 — Quorum

The quorum applicable shall be that provided for in the **Statutes of PaDI**.

Article 14 — Minutes

Each General Assembly shall give rise to minutes signed by:

- the Chair of the meeting;
- the Secretary of the meeting.

SECTION II : INTERNATIONAL STEERING COMMITTEE (ISC)

Article 15 — Role

The **International Steering Committee (ISC)** is the strategic and supervisory body of PaDI.

It defines the general orientations and oversees the action of the **International Executive Bureau**.

Article 16 — Meetings

The ISC shall meet as often as necessary. It may be convened:

- by the President;
- or at the request of at least one-third of its members.

Meetings may be held remotely.

Article 17 — Composition

The International Steering Committee shall comprise thirteen members:

1. President
2. Vice-President
3. Secretary-General
4. Treasurer-General
5. Head of Vision and Foresight
6. Head of Pedagogical and Digital Innovation
7. Head of Branch Development
8. Head of Strategic Partnerships
9. Head of Financial Sustainability
10. Head of Ethics and Governance
11. Head of Impact and Evaluation
12. Head of Institutional Culture
13. Head of Youth and Leadership

Article 18 — Term of Office

Members of the ISC shall be elected for **three-year renewable terms**.

Article 19 — Quorum and Voting

The ISC shall deliberate validly when a **simple majority of its members** is present or represented.

Decisions shall be adopted by **simple majority vote**.

Article 20 — Vacancy

In the event of vacancy of a position, the ISC may appoint an **interim replacement** until the next **General Assembly**.

SECTION III : INTERNATIONAL EXECUTIVE BUREAU (IEB)

Article 21 — Role

The **International Executive Bureau** ensures the operational management of PaDI in accordance with the strategic orientations defined by the ISC.

Article 22 — Term of Office

The term of office of IEB members shall be aligned with that of the ISC.

Article 23 — Reports

The IEB shall produce:

- a quarterly activity report;
- a financial report;
- an annual report submitted to the **General Assembly**.

CHAPTER IV : TERRITORIAL STRUCTURES

Article 24 — Creation

PaDI regions and branches shall be established by decision of the **ISC** in accordance with the Statutes.

Article 25 — Legal Status

Branches shall not possess independent legal personality unless otherwise decided by the competent governing bodies.

Article 26 — Reporting

Each branch shall submit at least once per year:

- an activity report;
- a financial report where applicable.

CHAPTER V : OPERATIONAL STRUCTURES

Article 27 — Principle

PaDI may establish operational structures necessary for the implementation of its missions.

Article 28 — PaDI Academy

The **PaDI Academy** shall notably ensure:

- training;
- certification;
- intellectual production;
- research applied to integral human development.

Article 29 — Academic Frameworks

The conditions for awarding academic titles, certifications and recognitions shall be defined by academic frameworks approved by the competent governing bodies of PaDI.

CHAPTER VI : INTERNATIONAL FINANCIAL GOVERNANCE

Article 30 — Principles

The financial management of PaDI shall be based on the principles of:

- transparency;
- traceability;
- accountability.

Article 31 — Separation of Functions

The **Treasurer of the ISC** supervises financial orientations. The **Financial Officer of the IEB** ensures operational execution.

Article 32 — Financial Delegations

Financial delegations may be granted to PaDI financial agents. Such delegations must be:

- documented in writing;
- limited in scope;
- archived.

Article 33 — International Financial Agent

An **International Financial Agent** may be appointed in order to facilitate financial operations in the various countries where PaDI operates.

Article 34 — Payments

Payments may be made through:

- bank transfers;
- secure electronic means;
- recognized financial platforms.

Each transaction must be justified and recorded.

Article 35 — Financial Control

PaDI shall implement:

- an internal control system;

- financial audits;
- and, where provided by the Statutes, an **independent external auditor**.

CHAPTER VII : COMPLIANCE AND ETHICS

Article 36 — Compliance Committee

An **Ethics and Compliance Committee** may be established.

Article 37 — Responsibilities

The committee shall ensure:

- compliance with institutional rules;
- prevention of conflicts of interest;
- promotion of integrity in governance.

Article 38 — Declaration of Conflicts of Interest

Any officer or member exercising governance responsibilities must declare any potential conflict of interest.

CHAPTER VIII : DISCIPLINE

Article 39 — Violations

The following shall notably be considered violations:

- failure to comply with institutional rules;
- actions damaging the reputation of PaDI;
- financial misconduct;
- unauthorized use of the name or logo.

Article 40 — Sanctions

Sanctions may include:

- warning;
- suspension;
- withdrawal of responsibilities;
- expulsion.

Article 41 — Disciplinary Procedure

Any disciplinary procedure shall guarantee:

- notification;
- the right of defense;
- the adversarial principle;
- a reasoned decision.

CHAPTER IX : INSTITUTIONAL CONTINUITY

Article 42 — Continuity

PaDI shall ensure the continuity of its activities under all circumstances.

Article 43 — Institutional Mediation

In the event of internal disagreement, a mediation procedure may be initiated.

Article 44 — Protective Measures

The **ISC** may adopt protective measures necessary for safeguarding the institution.

CHAPTER X : INSTITUTIONAL PROTECTION

Article 45 — Institutional Stability

The governance of PaDI is based on a principle of **institutional stability**.

Article 46 — Major Decisions

Decisions relating in particular to:

- amendment of the Statutes;
- transformation of the Association;
- dissolution;
- major governance reforms

must be adopted in accordance with the **Statutes**.

Article 47 — Protection of Institutional Assets

The name, programmes, publications and assets of PaDI constitute **collective institutional property**.

Any unlawful appropriation is prohibited.

Article 48 — Neutrality of Branches

Territorial structures must comply with the institutional orientations of PaDI.

Article 49 — Arbitration

In the event of a major institutional dispute, the **General Assembly** may be seized.

CHAPTER XI : FINAL PROVISIONS

Article 50 — Amendment

These Internal Regulations may be amended only by the **General Assembly in accordance with the Statutes.**

Article 51 — Entry into Force

These Internal Regulations shall enter into force upon their adoption.

Adopted at the General Assembly on March 15, 2026

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