

**THE ASSOCIATION OF PROCUREMENT AND SUPPLIES
PROFESSIONALS (APSP)**

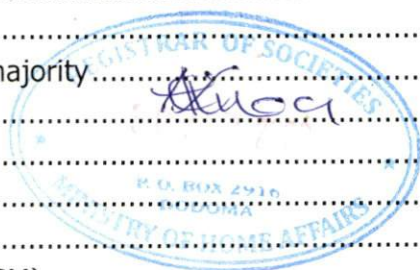
CONSTITUTION

JUNE, 2018

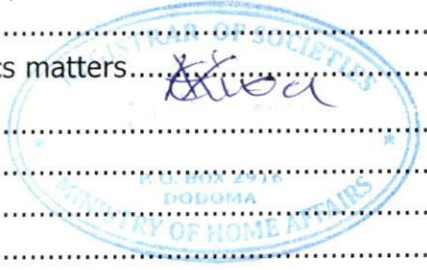


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PREAMBLE

In response to the growing demand for capacity building in procurement and supplies, research and consultancy services in public sector, procurement professionals practicing in particular in the public sector in Tanzania have through their networks have firmly and solemnly resolved to form an association and having agreed to this constitution, do hereby form an association to be known as **Association of Procurement and Supplies Professionals (APSP)** with a view to establish a code of conduct and ethics for the integrity and professionalism for all professionals in Tanzania.

The Association will cooperate on a professional way with all legislative and other public bodies, departments, academic institutions, suppliers and organizations in working toward its fundamental objectives of promoting professional development and improving the education, organization, administration, and operation of procurement and supplies cadre.



ABBREVIATION

AGM	Annual General Meeting of the Association
AO	Accounting Officer
APSP	Association of Procurement and Supplies Professionals
EGM	Extra-ordinary General Meeting of the Association.
ETC/etc	is an abbreviation of et cetera, means "and so on."
GN	Government Notice
GPSA	Government Procurement Service Agency
LGAs	Local Government Authorities
MDAs	Ministries, Departments and Agencies
MoFP	Ministry of Finance and Planning
PE	Procuring Entity
PMG	Paymaster General
PMU	Procurement Management Unit
PPA	Public Procurement Act
PPAA	Public Procurement Appeals Authority
PPPD	Public Procurement Policy Division
PPR	Public Procurement Regulations
PPRA	Public Procurement Regulatory Authority
PS	Permanent Secretary
PSOs	Procurement and Supplies Officers
PSPTB	Procurement and Supplies Professionals and Technicians Board
RAS	Regional Administrative Secretary
SG	Secretary General of the Association.
TZS	Tanzania Shillings



PART I: PRELIMINARY PROVISIONS

Article 1: Name of the Association

- (1) The name of the Association shall be **"Association of Procurement and Supplies Professionals"** abbreviated as **"APSP"**

Article 2: Article 2: Status

- (1) The Association shall be a non-partisan, non-governmental and not for profit organization.

Article 3: Registered place of business

- (1) The registered place of business shall be in Dar es Salaam City provided that the Executive Board may from time to time designate such other place or places as the place of meeting.
- (2) The registered place of business of the Association shall not be changed without the prior approval of the Registrar of the Societies
- (3) The business of the Association shall be conducted throughout the United Republic of Tanzania as may be determined in accordance with this constitution and the laws of the land

Article 4: The Official Language

- (1) The official languages of the Association shall be English and Kiswahili.
- (2) Official documents and texts shall be written in either of the two languages.
- (3) The language of the General Meeting shall be Kiswahili and English.
- (4) In the event of any divergence between the interpretations of texts in different languages, the text written in English shall be regarded as authoritative

Article 5: Flag, emblem and logo

- (1) APSP shall have an emblem and/or a Logo.
- (2) The emblem and/or Logo of APSP shall be approved by the General Meeting.

Article 6: Interpretations

In this constitution unless the context require otherwise:
"Association" means the Association of Procurement and Supplies Professionals



"conflict of interest" means a clash between public interest and personal pecuniary or any other interest of the individual concerned and includes legal interests, associations with external associations and non-direct personal interests;

"By-Laws" Means the By-Laws of the Association

"Code of ethics and conduct" means a written set of rules governing the behavior of procurement and supplies professionals

"Consultant" means a firm, company, corporation, organization, partnership or an individual person engaged in or able to be engaged in the business of providing services in Procurement and Supplies, architecture, economics, engineering, surveying or any field of professional services, and who is, according to the context, a potential party or the party to a contract with the procuring entity;

"consultancy services" means activities of an intellectual and advisory nature that do not lead to a measurable physical output and includes procurement and supplies consultancy services, design, supervision, training, advisory, auditing, software development and similar services;

"Corruption" means misuse or abuse of public office for private gain.

"Corrupt transaction in procurement" means a situation where a person-

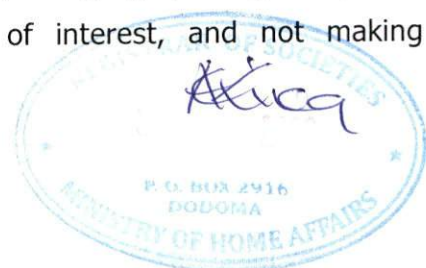
- (i) Offers any advantage to another person as an inducement for or reward for or otherwise on account of the withdrawal of a tender or refraining from inviting a tender for any contract with a public or private body for the performance of any work, the supply of service, the doing of anything or the supplying of any article, material substance; or
- (ii) Solicits or accepts any advantages as an inducement for or a reward for otherwise on account of the withdrawal of a tender or refraining from inviting a tender, for such a contract as is referred to in paragraph (i)

"Executive Board " means the duly Executive Board of Association of Procurement and Supplies Professionals as established under Article 32 of the Constitution of the Association

"Executive Board Member" means a member of the Executive Board.

"Chairperson" means the Chairperson of the Executive Board.

"Ethical behavior" includes the concepts of honesty, integrity, probity, diligence, fairness, trust, respect, consistence, avoiding conflicts of interest, and not making improper use of an individual's position.



"Financial Regulations" - is a form of regulation which subjects the Association to certain requirements, standards, restrictions and guidelines, aiming to maintain the integrity of the financial system of the association.

"Government" means the Government of the United Republic of Tanzania

"Honorary Members" Individuals who have made distinguished contributions in the public procurement and supplies. Must be conferred by simple majority vote of members present in a General meeting.

"Local Government Authority" means a Local Government Authority established under the Local Government (District Authority) Act or Local Government Authority established under the Local Government (Urban Authority) Act Caps.287 and 288.

"Member" means a person duly admitted to membership of the APSP in accordance with the Constitution and shall be **Procurement and Supplies Professional**.

"Election Committee Chairperson" means a person who has been appointed by the Executive Board to oversee the elections of the office bearers of the Association.

"Practicing License" means a practicing license issued to professionals by PSPTB.

"Procuring entity" means a public body and any other body, or unit established and mandated by government to carry out public functions.

"procurement" means buying, purchasing, renting, leasing or otherwise acquiring any goods, works or services by a procuring entity and includes all functions that pertain to the obtaining of any goods, works or services, including description of requirements, selection and invitation of tenderers, preparation, award and management of contracts.

"Procurement contract" means any license, permit, or other concession or authority issued by a public body or entered into between a public body and a supplier, contractor or consultant, resulting from procurement proceedings.

"procurement expert or specialist" means a person who is engaged in a profession, occupation or calling in which recourse to procurement is directly or indirectly involved and has such knowledge and experience of the practice of procurement and has been certified or registered by the Procurement and Supplies Professional and Technician Board.

"Procurement management" means the process of planning, soliciting, evaluating and contracting for goods, works or services from suppliers, contractors or service providers and managing their performance throughout the project.



"Procurement and Supplies Professional" includes registered Procurement Specialists, Procurement Professionals, Supplies Professionals, Procurement Auditors, Supplies and Stock Auditor.

"Public Officer" means any person holding or acting in an office of emolument in the public service;

"Returning officer" means

"Secretary General or SG" means the person duly appointed as the Secretary General of the Association.

"Senior Member". Active APSP member having at least ten (10) years' experience in procurement and supplies professional and registered by professional Board under category of Authorized or above.

"Special resolution" means a resolution passed by a majority of not less than two-thirds of any members of the Association who, being entitled so to do, vote in person at a general meeting of the Association, duly convened with full notice of the intention to propose that resolution.

"Stakeholder" means a person, group, organization and member or system that affects or can be affected by the Association's actions;

"Supplies" means the stock or materials physically existing and available for use or for disposal and includes spare parts;

"Supplies and Stock Auditor" means any person registered as a supplies and stock auditor by PSPTB

"Supplies management" means the effective and economic co-ordination and execution of:

- (i) warehouse organization, storage, inventory control and preservation;
- (ii) physical distribution including transportation, handling, clearing and forwarding, customs and port clearance;
- (iii) supplies audit, stock verification and internal control, and stock certification; and
- (iv) disposal, recycling of materials, and auctioneering and preservation

"Technician" means any person who has qualified at technical stage and is registered by PSPTB as Procurement or Supplies Technician

"The Constitution" Means the constitution of the Association.



PART II: ESTABLISHMENT OF THE ASSOCIATION

Article 7: Establishment

- (1) It is hereby established a body incorporated by the name of the Association of Procurement and Supplies Professionals.
- (2) The Association shall be a body incorporated with perpetual succession and a common seal and in its corporate name capable of:-
 - (i) Suing and being sued;
 - (ii) Taking, purchasing or otherwise acquiring, holding, charging and disposing of movable and immovable property;
 - (iii) Entering into contracts;
 - (iv) Borrowing and lending money; and
 - (v) Doing or performing all such other things or acts as may be necessary in furtherance of its purpose and functions.

Article 8: Organization and Management

- (1) The Organs of the Association shall be:
 - (a) The General Meeting,
 - (b) The Executive Board , and
 - (c) The Advisory Committees



PART III: FUNCTIONS OF THE ASSOCIATION

Article 9: Vision, Mission and objectives of the Association

(1) Vision

Advancing Procurement and Supplies professionals through professional excellence, capacity building, good governance and integrity

(2) Mission

To enhance professionalism in Procurement and supplies professionals through professional development, innovation, research and consultancy for optimum benefits to its stakeholders.

(3) Main Objective

The main objective is Promotion of professionalism; capacity building, welfare and help members achieve success as Procurement and supplies professionals in line with the objects for which the Association is established.

(4) Specific Objectives

- (1) The specific objects for which the Association is established are:
 - (i) To oversee the professional excellence and conducts in the field of procurement and supplies management in Tanzania;
 - (ii) To act as a platform for discussion, sharing experience, knowledge and enable its members to exchange useful information about policies, practices, procedures, products, and services of common interest;
 - (iii) To cooperate and work closely with the Government and other stakeholders in promoting public procurement and supplies development in Tanzania;
 - (iv) To Safeguard common interests of members in execution of their functions and protect intellectual property rights on innovations and inventions emerging from the efforts of Association in executing its mandate as provided in the Association Intellectual Property Rights Policy;
 - (v) To do any other thing in accordance with the provision of this Constitution or any other written law enforcement pursuant to the mission of the Association.



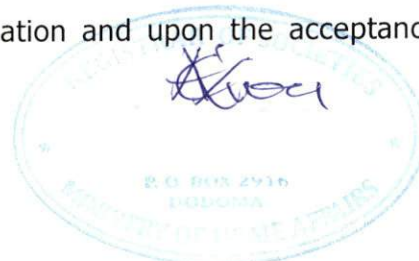
PART IV: MEMBERSHIP

Article 10: Admission of Members

- (1) Application for membership shall be made to the Secretary General who upon satisfying himself that the admission requirements are met shall present the same to the Executive Board for admission.
- (2) An entrance fee and annual subscription fees shall be paid in full upon admission. Fees and subscriptions so paid shall not be refundable.
- (3) Membership shall commence only when the member concern pays entrance fee and annual subscription fees in full to the association in accordance to the Financial Regulations adopted.
- (4) Each application for membership shall be considered by the Executive Board which shall ensure that the applicant meets the qualifications required by the Constitution and supports the objectives of the Association, after which it shall decide whether or not to admit the applicant for membership and in what category.
- (5) The acceptance or refusal for membership shall be communicated in writing to the applicant in a period of thirty (30) calendar days after the receipt of such application.
- (6) The list of new admitted members shall be forwarded to the next AGM for information

Article 11: Membership Categories

- (1) **Ordinary member** is a public officer who is procurement and supplies professional and registered by PSPTB in Approved and above categories holding a valid practicing license shall be eligible for membership of the Association and upon the acceptance of his/her application for such membership, the said member shall be known as "Ordinary Member";
- (2) **Affiliate member;**
 - (i) Is a public officer who is procurement and supplies professional and registered by PSPTB in under Graduate or below categories shall be eligible for membership of the Association and upon the acceptance of



their application for such membership, the said member shall be known as "Affiliate Member";

- (ii) Affiliate Members shall be bound by the Constitution and the By-Laws of the Association and shall enjoy all the rights and privileges conferred to Ordinary Members save and except to vote at any meeting

(3) Associate Member;

- (i) Any other Tanzanian working in private sector or elsewhere who is not a public officer and registered by PSPTB in any category of procurement and supplies professional and upon the acceptance of their application for such membership, the said member shall be known as "Associate Member";
- (ii) Any retired individual who was public officer or not and registered by PSPTB in any category of procurement and supplies professional and upon the acceptance of their application for such membership, the said member shall be known as "Associate Member";
- (iii) Any Ordinary/affiliate member of APSP reaches his retirement age from a public service may opt to associate member
- (iv) Any other persons accepted by AGM/EGM
- (v) Associate Members shall be bound by the Constitution and the By-Laws of the Association and shall enjoy all the rights and privileges conferred to Ordinary Members save and except to vote in AGM/EGM.

(4) Honorary member;

- (i) A person who is not a member of the association who have made distinguished contributions to the profession or this Association.
- (ii) Honorary membership may be conferred by unanimous vote of the members during the General Meeting upon individuals
- (iii) No entry fee or subscription fees for Honorary Members
- (iv) Honorary Members shall be bound by the Constitution and the By-Laws of the Association and shall enjoy all the rights and privileges conferred to Ordinary Members except to vote at any meeting.



Article 12: Refusal to admission of any member

- (1) A person does not have an automatic right to become a member of APSP no matter how eligible an applicant may be.
- (2) The association has the right to refuse membership to any applicant, provided that, the Association does not have an open membership requirement.
- (3) The Association need not give a reason for the refusal to accept an application for membership provided that, a decision by the Executive Board to refuse an applicant's membership should be made honestly, without racial, sexual or disability or any kind of discrimination.

Article 13: Registration and Annual subscription fees

- (1) The members of the Association shall pay into the Association any annual subscription which shall be prescribed in the Regulations made under this constitution.
- (2) The rates of fees and subscriptions may be revised or altered by AGM/EGM from time to time.

Article 14: Contributions to the Fund

- (1) The members of the Association except for honorary members shall contribute into the funds of the Association some amount of Tanzania Shillings which may be prescribed in the Fund's Policy.

Article 15: Rights and obligations of a member:

(1) Obligations of a member:

- (i) Every member shall obey and abide by the provisions of this constitution in accordance to the laws of the United Republic of Tanzania.
- (ii) Every member shall ensure the protection of this constitution.
- (iii) To pay membership fee and annual subscription fees;
- (iv) To attend meetings and other activities of the Association as per their entitlements; and
- (v) To implement resolutions of the Executive Board.



(2) Rights of a member:

- (i) With exception to Affiliate, Associate and Honorary members rights to contest for any position, elect and to be elected as a leader within the association.
- (ii) To have her name in the published list of members
- (iii) To receive all publications of the Association at a concession as determined by the Executive Board
- (iv) To participate in all general activities of the Association
- (v) All members shall have freedom of expression before the association's organs in an ethical way
- (vi) All members shall have a right to a certificate/Identity Card of membership as determined by the Executive Board
- (vii) With exception to honorary members, be eligible to hold office in the position of Association Secretariat duties.

Article 16: Suspension and Termination of Membership:

(1) Suspension

If a member from whom any fee or subscription or other amount is due and payable shall fail to pay such amount after three months after the due date, such member shall be suspended from membership by Executive Board. The member upon having an interest again, shall make a new application as a new member and he will be required to pay all the amount due before his/her suspension.

(2) Resignation

Any member of the Association may, by notice in writing to the Chairperson may resign from membership of the Association without prejudice, however, it will be the rights of the Association to recover any amount due and payable to the Association by such member at the date of resignation as shall be provided in the By-laws.

(3) Expulsion

- (i) Any member of the Association, including honorary members, may be expelled from the association during the AGM/EGM in any manner, and upon any grounds, after being given a reasonable opportunity to answer all allegations made against him.



- (ii) The Executive Board reasonably believes that the conduct of that member has persistently or seriously undermined the aims and objectives of the Association or has consistently prejudiced the status and interests of the Association and recommends that he be expelled from the Association; the General Meeting upon such recommendation may expel him.
- (iii) Incapacitated members (Mentally sick, etc)
- (iv) Death
- (v) Deregistration from a PSPTB or relevant professional Board
- (vi) Engagement in fraudulent practices, serious offenses such as Money Laundering, human trafficking and Behaviors that are against professionalism and Government Laws.

Article 17: *Members ceasing to be qualified for membership*

- (1) Any member of the Association, other than honorary members, who ceases to be qualified for membership, shall automatically cease to be a member.



PART V: ORGANIZATION OF THE ASSOCIATION

Article 18: List of Organs

- (1) The association shall have the following organs:
 - (i) The General Meeting
 - (ii) Executive Board
 - (iii) The Secretariat
 - (iv) Ethics and Disciplinary Committee
 - (v) The Advisory Committee
- (2) The Executive Board has the authority to nominate all Committees falling under its mandate.
- (3) In an urgent or special case concerning the welfare of the association requiring particular attention or in-depth analysis the Chairperson has the authority to appoint an Ad hoc Committee for that purpose. Such a committee shall be of a consultative nature and subject to specific terms of reference approved by the Chairperson.

Article 19: The Annual General Meeting (AGM)

- (1) The Annual General Meeting is the meeting to which all the members of APSP are convened. It represents the supreme authority of APSP. Only a meeting that is properly convened has the authority to make decisions.
- (2) Likewise called to the Annual General Meeting in a consultative capacity are the Honorary Chairperson and Members designated by the General Meeting, as well as the Members of the Executive Board.
- (3) The Executive Board shall decide on the participation of non - members who shall be referred to as third parties at the General Meeting. However they shall have no voting rights, although they can be consulted with the express permission of the Chairperson presiding in the meeting
- (4) The Chairperson of the association shall chair the AGM unless stated otherwise in this constitution. In his/her absence the vice chairperson shall take the role and in the absence of both office bearers any member shall be appointed to chair the meeting



- (5) Only active members have the right to attend and participate to AGMs.

Article 20: Annual General Meetings (AGM)

- (1) The Association shall hold at least one general meeting annually ("AGM") which shall be held as soon as possible after 30th September but not later than 31st December and at a time and place as determined by the Executive Board and designated in notice to the Members as provided in the By-Laws/Regulations.

Article 21: Functions of the General Meeting

- (1) The Functions of the GM shall be to:
- (i) To receive and discuss the Executive Board's report for the period under review reports regarding the activities of the Association.
 - (ii) Appoint auditors for the association.
 - (iii) To elect Ordinary Members to the Executive Board (once in every two years).
 - (iv) Determine, on the basis of proposals made by the Secretariat, the programme of activities and budget of the Association for the next financial year.
 - (v) To receive and discuss the Treasurer's report and the audited accounts of the Association for the previous year.
 - (vi) Appoint banker and signatories of the Association.
 - (vii) Consider and approve entrance and subscription fees.
 - (viii) To receive, discuss and approve the long and short term plans
 - (ix) To discuss and approve the approximated expenditure of the coming financial year.
 - (x) To approve new members and take Ethics actions towards the disobedient members
 - (xi) To endorse and enact by –laws.
 - (xii) Constitution amendments if any.
 - (xiii) To conduct elections.
 - (xiv) To deal with any other matters of which notice has been given

Article 22: Powers of the Annual General meeting

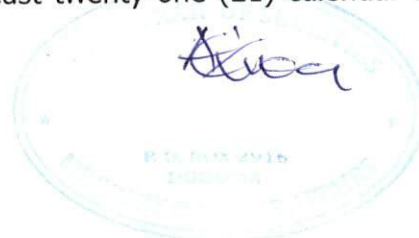
- (1) The GM shall be competent to:



- (i) Amend the constitution of the Association,
- (ii) Decide on the dissolution of the Association,
- (iii) Raise finances for the Associations; and
- (iv) Decide on the remove of a member from association.
- (v) Establish and dissolve Committees required to carry out the programme of activities determined by the Executive Board, and adopt terms of reference for such committees.
- (vi) Establish the structure of committees required to enable it to carry out its role as the executive body of the Association in particular,
- (vii) Modify the structure of committees, their terms of reference and their membership as it deems necessary.
- (viii) Designate or assign any of its members to undertake any assignment on behalf of members.
- (ix) Decide on the conditions under which a previous member may be re-admitted for membership.
- (x) Determine the compensation for Executive Board Members
- (xi) The Annual General Meeting, has the powers for the disposal of assets of the Association;
- (xii) To cast votes of no confidence with the chairperson of Association ;

Article 23: Convening of Annual General Meetings

- (1) The Chairperson of the Association shall convene the General meeting for at least once in a calendar year.
- (2) The Secretary General, on the proposal of the Chairperson of the Association, shall determine the date and place of such meeting and propose the agenda.
- (3) The Secretary General shall notify all members of the proposed agenda, date, time and place of the meeting not less than 60 days to the date of the meeting.
- (4) The Chairperson shall convene an extra -ordinary general meeting at the request of one half of the total number of Ordinary Members or fifty (50) Members (whichever is lesser) of the association.
- (5) Upon receiving such a request and after getting approval of the Chairperson, the Secretary General shall issue a special notice at least twenty one (21) calendar days



prior to the date of the meeting, which shall be in writing and addressed to all members stating time, date, venue and agenda for which the meeting is called.

Article 24: Chairing and Conduct of Meetings

- (1) The Chairperson of the Association shall preside over all AGM/EGM and Executive Board meetings; and in his absence, the Vice Chairperson shall preside over the meeting and shall report the proceedings of the meeting to the substantive Chairperson
- (2) If both the Chairperson and the Vice-Chairperson are absent, members present shall elect one among the Executive Board members to chair the General meeting and shall report the proceedings of the meeting to the substantive Chairperson

Article 25: Voting and Quorum

- (1) The quorum for the General meeting shall be half of the members except for extra - ordinary meetings with voting rights and who have paid all the required fees in that year and have no any outstanding fees.
- (2) At the General meeting each member shall have one vote and in the event of equality of votes the Chairperson shall have a casting vote.
- (3) In order for a decision to be valid, it shall be supported by more than half of votes casted by those who are present and entitled to vote.
- (4) Vote by circular resolution shall be adopted if:-
 - (i) The Chairperson of the Association shall submit online to the members for vote by correspondence any decision taken by the Secretariat.
 - (ii) In such a case, the Chairperson shall advise members in writing of the relevant facts and the deadline for the casting of votes; and
 - (iii) Such resolution shall only be considered to be binding, if supported by one half of the total number of Ordinary Members or fifty (50) Members (whichever is lesser) of the association, provided that there is evidence of receipt of the circular notice by the members before the deadline.



Article 26: General meeting to act by simple majority

- (1) Except for any purpose for which a special resolution is expressly required by this Constitution or by any regulation made under this Constitution, all resolutions of the Association in general meeting shall be by simple majority vote.

Article 27: Alterations of resolutions

- (1) No resolution of the Association in a General Meeting shall be altered or rescinded within nine months after it is passed, otherwise by a special resolution of the Association.

Article 28: Convening and procedure

- (1) A preliminary notice of the AGM stating the date, time and the place of meeting and calling for motions for discussion at the meeting, motions for amendment of the rules, and Elections for the election of the Executive Board (if necessary) shall be sent by the Secretary General not later than thirty (30) days before the date fixed for the meeting and this notice shall also be prominently displayed at the electronic sharing platform and at the registered place of business of the Association which shall be deemed notified to all Members of the Association;
- (2) Elections for election of the Executive Board (if necessary) and motions for discussion at the AGM shall be sent by the Members to the Secretary General not later than fifteen (15) days after the date of the preliminary notice;
- (3) The Secretary General shall send to all members at least 14 days before the meeting an agenda including copies of minutes and reports, motions and Election for the election of the Executive Board , together with the audited accounts of the Association for the previous year. Copies of these documents will be made available at the registered place of business of the Association for viewing by Members;
- (4) The scope of business of all AGM shall be as specified in the notice issued by the SG and in accordance with the Constitution.
- (5) If at the time appointed for the meeting a quorum is not present, the meeting shall be postponed for half an hour and if quorum is not present at time appointed for postponed meeting, the members present shall have power to proceed with the



- business of the day but they shall have no power to alter the rules of the Association or to discuss or decide on matters not in the agenda of the meeting
- (6) Other issues to consider for convening general meetings of the Association, and the procedure at that meeting shall be as provided in the By-Laws/Regulations.

Article 29: Agenda for the AGM

- (1) The agenda for the ordinary general meeting shall include the following mandatory items;
- (i) Verification of the composition of the meeting.
 - (ii) Adoption of the Agenda
 - (iii) Confirmation of the minutes of the previous meeting.
 - (iv) Matters arising from the Previous Minutes
 - (v) The Chairperson speech,
 - (vi) Considering performance reports from members
 - (vii) Approval of the activities report of the Executive Board.
 - (viii) Approval of the Audited Accounts for the previous year.
 - (ix) Approval of the report of the auditing organ and of the actions of the executive organs.
 - (x) Approval of the budget for the following year
 - (xi) Elections for any vacant positions
 - (xii) Examination of proposals for amendments to the statutes and regulations of APSP.
 - (xiii) Discussion of proposals submitted by the members or the Executive Board.
 - (xiv) Any other business.
- (2) The admission of a member shall appear on the agenda after all debates, conversely, the suspension or exclusion of a member shall take place before any debates

Article 30: Record of proceedings

- (1) The Secretary General shall prepare a record of proceedings giving an account of matters discussed and decisions taken, and shall submit the record of proceedings to the subsequent ordinary general meeting for confirmation and adoption.



Article 31: Extraordinary General Meetings (EGM)

- (1) The Chairperson in consultation with the Executive Board may convene an Extra-ordinary General Meeting, if it is deemed fit.
- (2) Whenever a special need arises which cannot wait for the next AGM, a joint written request of not less than one half of the total number of ordinary Members or fifty (50) Members (whichever is lesser) have submitted the request to the Executive Board, the Executive Board shall be obliged to convene an Extra Ordinary General Meeting not later than two months after submission of the request
- (3) Notification of the meeting must be sent out at least 30 days before the meeting
- (4) The agenda and any other relevant documents shall be sent out to the members at least 15 days before the meeting
- (5) Notice and agenda for an EGM shall be forwarded by the Secretary General by ordinary post to all Members at least fourteen (14) days before the date fixed for the EGM.
- (6) The scope of business of all EGM shall be as specified in the notice issued by the Secretary General and in accordance with the Constitution.
- (7) The rules regarding the quorum and postponement of the AGM shall apply also to an EGM but with provision that if no quorum is present after half an hour from the time appointed for a postponed EGM requisitioned by members the meeting shall be cancelled and no EGM shall be requisitioned for the same purpose until after the lapse of at least six (6) months from the date hereof.



PART VI: THE EXECUTIVE BOARD

Article 32: Composition of Executive Board

- (1) There shall be the Executive Board of leaders elected or recruited to fulfill the association's objectives.
- (2) All of whom shall be members of the Association and elected in every three years by the Association in a general meeting.
- (3) The Executive Board shall comprise of twelve (12) members including the Chairperson. The Executive Board shall be made of:
 - (a) The Chairperson
 - (b) Vice Chairperson
 - (c) Secretary General, and
 - (d) Nine other Members.
- (4) The composition of the Executive Board shall take into consideration representation from each membership category and gender.
- (5) Unless otherwise herein provided, all decisions of the Executive Board are to be decided by a majority vote of all the Executive Board Members attending with voting rights.
- (6) In event of deadlock, the Chairperson (of that particular Executive Board meeting) shall have the casting vote.
- (7) Vote by circular resolution shall be adopted if:-
- (8) The Executive Board shall meet at least four (4) times a year
- (9) A fourteen (14) days' notice of such meetings shall be given to all Executive Board Members.
- (10) The quorum of the Executive Board meeting shall be one half of all Executive Board members
 - (i) The Chairperson of the Association shall submit online to the members for vote by correspondence any decision taken by the Secretariat.
 - (ii) In such a case, the Chairperson shall advise members in writing of the relevant facts and the deadline for the casting of votes; and



- (iii) Such resolution shall only be considered to be binding, if supported by one half of the total number Executive Board members, provided that there is evidence of receipt of the circular notice by the members before the deadline

Article 33: Functions of the Executive Board

- (1) The Executive Board shall:
- (i) Administer, manage and supervise the business and common interests of the Association;
 - (ii) Prepare plans and budgets in respect of each financial year and submit the same to the Annual General Meeting for endorsement;
 - (iii) Oversee and facilitate implementation of agreed plans;
 - (iv) Give account of its activities and stewardship to the Annual General Meeting;
 - (v) Propose at the AGM the approval of auditors for Association accounts;
 - (vi) Organize the meetings of the Annual General Meeting and carry out their decisions;
 - (vii) Organize Conferences, Workshops, and Seminars etc.
 - (viii) The Executive Board shall generally have far - reaching powers to act on behalf of the Association.
 - (ix) It shall defend the interests of the latter as plaintiff or defendant.
 - (x) The functions of the Executive Board are to; formulate policies, make decisions on matters affecting the implementation of the policy and oversee the activities of the Association.

Article 34: Powers of the Executive Board

- (1) The Power of the Executive Board as given by this Constitution shall be to:
- (i) Give instructions and/or delegate power to the Office Bearers and other officers for the conduct of the affairs of the Association;
 - (ii) Appoint such organizers or such staff as it deems necessary;
 - (iii) Suspend or dismiss any organizer(s) or member(s) of the staff for neglect of duty, dishonest, incompetence, refusal to carry out duties of the Executive Board or for any other reason which it deems good and sufficient in interest of the Association;



- (iv) Set up Committees/Sub-Committees from time to time as it deems necessary and to appoint members of the Committees/Sub-Committees and to prescribe terms of reference;
- (v) Prescribe By-Laws for the proper exercise of the executive powers vested on it and may at any time in the like manner, approve, annul or vary any By-Laws;
- (vi) Confer awards prescribed in the By-Laws to qualified parties;
- (vii) Confer awards, grants, scholarship, prizes and/or medals to suitable and eligible parties;
- (viii) Decide on applications for admission of new members to the Association subject to final confirmation by the following GM.
- (ix) Suspend the membership subject to final decision by the GM against any Member for violating the Constitution, By-Laws and/or for misconduct which in the opinion of the Executive Board is improper or prejudicial to the Association.

Article 35: Delegation of Powers

- (1) The Office Bearers as elected and/or appointed from amongst the Executive Board shall serve the Association in accordance with the directions of the Executive Board.
- (2) The Executive Board shall at its absolute discretion form such Committees and appoint their members from amongst the Members of the Association to assist the Executive Board in managing the affairs of the Association.
- (3) All Committees are bound to function and perform duties and obligations effectively and diligently as laid down by the Executive Board and in accordance with the aims and objectives of the Association.
- (4) All Committees shall report periodically to the Executive Board and shall perform their duties under the direction of the Executive Board; the Executive Board may supervise the conduct and activities of the Committees as it deems necessary or desirable.
- (5) The Executive Board may appoint or delegate its power of appointment of the Committees in whole or in part to the Chairperson, or to the Office Bearers with an obligation to report back to the Executive Board.



- (6) Without prejudice to the provisions herein provided, the Executive Board may at its own discretion dissolve the said Committees.
- (7) The Executive Board may authorize such person(s) or trust corporation(s) as it deems suitable to do the followings:-
 - (a) To incorporate company or companies under Tanzania Companies Act , 2002 (hereinafter referred to as "the Corporations") or The cooperative Association Act No. 6 of 2013 or both to undertake any projects, business or activities in relation to the aims and objectives of the Association; and/or
 - (b) To hold shares in the Corporation on trust for the Association and/or to hold the position of directors in the Corporations.
- (8) Such authorized person(s) shall at all time operate the Corporations under the supervision and direction of the Executive Board.

Article 36: Election and Term of Office

- (1) Members of the Executive Board, except for the Secretary General, are elected by majority vote during the General Meeting for a period of three years.

Article 37: Role of the Chairperson of the association

- (1) Cause meetings of the Association to be convened;
- (2) Preside over all meetings of the Association;
- (3) Sign minutes of the meetings which he/she shall preside;
- (4) Sign on behalf of the Association documents requiring the seal of the Association to be affixed thereto;
- (5) Be the spokesperson of the Association unless otherwise directed by the Executive Board or General Meeting.
- (6) Discharge and perform all duties and function given to him by the Executive Board.
- (7) Chair at all Executive Board Meetings and other General meetings of the Association.
- (8) be an ex-officio member of all Committees
- (9) The Vice Chairperson shall provide assistance to the Chairperson and in the absence of the Chairperson act for the position of Chairperson



Article 38: Meeting and Proceedings of the Executive Board

- (1) The Executive Board shall meet upon the invitation and under the chairmanship of its Chairperson as often as the business of the Association demands. Nonetheless, it shall be required to meet at least four times a year, and may hold extra-ordinary meetings if required.
- (2) To institute valid proceedings, the quorum required for a valid meeting of the Executive Board shall be at least half of its members including the Chairperson.
- (3) Decisions of the Executive Board shall be taken by the majority vote of members present. In the event of a tie, the Chairperson's casting vote shall prevail.
- (4) In the absence of the Chairperson and Vice Chairperson, the Executive Board members shall elect one among their number to be the Chairperson of that session.

Article 39: Cessation of Membership of the Executive Board

- (1) A person shall cease to be a member of the Executive Board if the person:
 - i. Ceases to be the member of the Association;
 - ii. has been or is sentenced to imprisonment for a criminal offence for a period exceeding one year;
 - iii. is found guilty of dishonest conduct or has failed to account properly to the Executive Board ;
 - iv. becomes bankrupt or makes an arrangement or composition with his or her creditors generally;
 - v. becomes of unsound mind;
 - vi. fails to attend three consecutive meetings of the Executive Board without explanation;
 - vii. resigns by notice in writing to the Chairperson;
 - viii. is removed pursuant to an order of court or a written law;
 - ix. attains the retirement age or his or her term ends, whichever comes first;
 - x. Dies.



PART VII: STANDING COMMITTEES

Article 40: Committees of the Executive Board

- (1) The Executive Board may for the purpose of performing its functions under this Constitution, establish committees and delegate the exercise of any of the powers or the performance of any of the functions or duties of the Executive Board under this Constitution or under any other written Law, as it deems fit, to the committees.
- (2) The committees of the Executive Board shall exercise their functions and operate within the mandate delegated by the Executive Board
- (3) The Executive Board may form Committees from within its members.
- (4) The committees shall include, but not limited to, Planning and Finance Committee; and Technical Committee.
- (5) The Executive Board may also nominate from Association members task forces and working groups to undertake special tasks for the Association, consistent with the objectives of the Association and priorities of the Annual General Meeting
- (6) The number and composition of the Committees shall be determined by the Executive Board.

Article 41: Cessation of Membership of the Executive Board

- (1) A person shall cease to be a member of committee of the Executive Board if the person:
 - i. Ceases to be the member of the Association;
 - ii. has been or is sentenced to imprisonment for a criminal offence for a period exceeding one year;
 - iii. is found guilty of dishonest conduct or has failed to account properly to the Executive Board ;
 - iv. becomes bankrupt or makes an arrangement or composition with his or her creditors generally;
 - v. becomes of unsound mind;
 - vi. fails to attend three consecutive meetings of the Committee without explanation;



- vii. resigns by notice in writing to the Chairperson;
- viii. is removed pursuant to an order of court or a written law;
- ix. attains the retirement age or his or her term ends, whichever comes first;
- x. Dies.

Article 42: The Remuneration of Committee members

- (1) The Remuneration of the committee members shall be determined by the Executive Board and approved by the AGM.



PART VIII: THE SECRETARIAT

Article 43: The Secretariat

- (1) The Secretariat shall be housed at the Association Headquarters.

Article 44: The Duties and Obligations

- (1) The Secretariat shall be the permanent executive agent for the Executive Board and, in its capacity, shall accomplish tasks assigned to it by the Executive Board, the Secretariat shall be charged with the technical, administrative, financial and asset management of the Association.
- (2) Its particular functions are:-
 - (i) To implement the decisions of the General Meeting, Executive Board and other organs of APSP.
 - (ii) To make preparations for the meetings of the Executive Board and the General Meeting, as well as the meetings of other organs and standing committees.
 - (iii) To prepare the minutes of the Executive Board Meetings, the General Meeting and the minutes of other organs and Standing Committee.
 - (iv) To ensure proper management and maintenance of APSP assets and books of accounts.
 - (v) To handle the correspondence of APSP and manage the office of APSP.
 - (vi) To keep the records and Register of Members of APSP, and.
 - (vii) To deal with any other administrative issues of its jurisdiction

Article 45: Officials of the Secretariat

- (1) Persons in the Secretariat shall be employees of the Association either on unspecified or specified time contract basis.
- (2) Officials of the Secretariat shall consist of the Secretary General, Administrative Officer, Finance Officer and other positions created from time to time by the Executive Board.
- (3) The executive Board shall determine the compensation for Office Bearers



Article 46: Duties of the Secretary General

- (1) The SG shall be appointed by the Executive Board.
- (2) Reports to the Executive Board;
- (3) Is the Accounting Officer of the Association;
- (4) Serves as Secretary to the Executive Board and facilitates meetings of the Executive Board and AGM by keeping and maintaining records and documents of the Association;
- (5) Prepares monthly, quarterly, annual and ad-hoc reports;
- (6) Plans, monitors and implements the policies and programmes of the Association;
- (7) Prepares draft policies, plans and procedures for approval by the Executive Board;
- (8) Prepares and submit budgets to the Executive Board for discussion and endorsement;
- (9) Prepares and submit to the Executive Board reports on activities of the Association;
- (10) Prepares and submit audited accounts of the Association to the Executive Board;
- (11) Maintains the asset register of the Association;
- (12) The SG shall supervise and conduct the affairs of the Association and shall keep all records and shall be responsible for their correctness.
- (13) The SG is empowered to authorize the expenditure of a sum prescribed in the Financial Regulations.
- (14) The SG shall be an ex-officio member of all Committees
- (15) The SG shall maintain an up-to-date membership register consisting of name, date and place of business of all Members.
- (16) The SG Shall be the Secretary of the General Meeting and the Executive Board. As such the SG shall cause the minutes of the General Meeting and the Executive Board to be taken and shall be the custodian of the same.
- (17) The SG shall be responsible for the Staff of APSP and the performance of the General Secretariat.
- (18) The SG shall respond to audit queries and ensure implementation of the Auditor's recommendations.
- (19) The SG shall be responsible for the recruitment of the other Staff who work within it



- (20) Liaises with other relevant bodies with purpose of providing good working relationship for the benefit of the Association; and
- (21) Performs any other duties entrusted upon by the Executive Board.

Article 47: Duties of Administrative Officer

- (1) Chief Advisor to the SG on matters pertaining to personnel, and general administration;
- (2) Interprets and receives terms and conditions of service of staff;
- (3) Deals with administrative functions i.e. office management, transport, staff welfare etc;
- (4) Maintains employee records and statistics;
- (5) Assists in organizing conferences, seminars and trainings;
- (6) Deals with routine correspondence;
- (7) Performs procurement activities of the Association;
- (8) Receives, writes and files letters/documents; and
- (9) Performs any other duties entrusted upon by the SG.

Article 48: Duties of Finance Officer

- (1) Receives payments made in respect of the Association;
- (2) Follows up on collection of members' annual subscriptions;
- (3) Keeps records of accounts of the Association;
- (4) Performs bank operations of the Association;
- (5) Prepares monthly, quarterly and annual financial reports and submits to the SG;
- (6) Prepares the Association's annual accounts for auditing purposes; and
- (7) Performs any other duties entrusted upon by the SG.

Article 49: Other office bearers

- (1) The Executive Board may recruit any other officers of the Association whom may be considered necessary in order to form a Secretariat to the Executive Board and determine the compensation for such other Office Bearers.



PART IX: ETHICS AND DISCIPLINARY COMMITTEE

Article 50: Appointment and Duties of the Ethics and Disciplinary Committee

- (1) The Ethics and Disciplinary Committee shall be established by the Executive Board.
- (2) The Board shall consist of the following members:-
 - i. the Chairperson;
 - ii. the Vice Chairperson; and
 - iii. Three (3) Members appointed by the Executive Board.
- (3) The structure of the board shall comprise of at least two (2) female members or likewise in case females are majority.
- (4) The Ethics and Disciplinary Committee shall conduct Ethics proceedings against any Member in accordance with the provisions of the By-Laws and shall make such recommendation as it deems appropriate to the Executive Board.
- (5) The Executive Board shall in its exercise of Ethics powers provided under this Constitution consider the recommendation made by the Ethics and Disciplinary Committee but the Executive Board shall not be bound by the same in any manner whatsoever.
- (6) The Ethics and Disciplinary Committee shall conduct Ethics proceedings against any Member in accordance with the provisions of the By-Laws and shall make such recommendation as it deems appropriate to the Executive Board.
- (7) The Chairperson, Vice Chairperson and the members of the Ethics and Disciplinary Committee shall be designated for a term of office of two (2) years unless decided otherwise by the Executive Board.
- (8) The Committee shall pass a decision when at least three (3) members are present, one of whom must be the Chairperson or Vice Chairperson

Article 51: Powers of the Ethics and Disciplinary Committee

- (1) The Board will be responsible to propose by-laws that will help to regulate professionalism.
- (2) The Board will impose punishment to any APSP personnel for any unethical action in line to APSP's Code of Conduct.



- (3) The Board shall call or to discuss upon any practitioner who disloyal the code of conducts and shall have power to suggest the punishment to such Practitioner.
- (4) The board shall be responsible to propose for trainings and seminars with aim to educate Practitioners on Professional conducts

Article 52: Rules and Code of Ethics

- (1) The following are general Code of Ethics and Conduct for members of this Association:
 - (i) The member of Association, shall faithfully carry out at all appropriately assigned duties striving at all times to perform the work diligently, efficiently, equitably, thoroughly, courteously, honestly, truthfully and with transparency.
 - (ii) The member of Association shall uphold the Constitution, laws, rules and Regulations of the United Republic of Tanzania.
 - (iii) The member of Association shall adhere to the standards and restrictions imposed by laws, rules and regulations made up under this constitution.
 - (iv) Without prejudice to the Public Leadership Code of Ethics Act No. 13 of 1995 as amended from time to time this Code shall apply to all members of Association.
 - (v) The member of Association shall carry out lawful issued orders and rules which do not exceeding his profession's authority.
 - (vi) The member of association shall observe the "*Procurement and Supplies Professionals and Technicians Code of Ethics and Conduct*"
 - (vii) A violation of any applicable law, rules, or Regulations shall be reported to the Ethics and Disciplinary Committee in accordance with the reporting procedures set out by this constitution.
 - (viii) Violations of any law, rules, or regulations shall result in Ethics action, criminal or civil actions as the case may be.
 - (ix) For ease of carrying out of the objectives and its functions the Ethics and Disciplinary Committee shall have powers to propose other rules and codes of conduct from time to time to the Executive Board for onward submission to the GM for approval.
 - (x) In case of lacuna, the PSPTB Code of Conduct, PSPTB Ethics Code and PSPTB Code of Ethics shall apply mutatis mutandis.

Article 53: Core ethical principles for behavior and conduct

- (1) APSP Family Members shall at all times comply with the following ethical principles:



Article 54: Integrity and ethical behavior

- (1) To behave ethically and act with integrity in all situations, keeping in mind that a reputation for integrity is of the utmost importance to APSP and its objectives.

Article 55: Respect and dignity

- (1) To treat everyone with respect, and protect the personal dignity, privacy and personal rights of every human being.

Article 56: Zero tolerance of discrimination and harassment

- (1) To be committed to a diverse culture. There shall be no discrimination as a result of race, ethnicity, origin, skin colour, nationality, religion, age, gender, language, physical appearance, political opinion, or engagement in any kind of verbal or physical harassment based on any of the above-mentioned or any other criteria.

Article 57: Compliance with laws, rules and regulations

- (1) To comply with all applicable APSP laws and regulations and adhere to internal rules and regulations.

Article 58: Avoidance of conflicts of interest

- (1) To act always in the best interests of APSP and its objectives. It is the personal responsibility of each member of the APSP family to avoid any conflict of interest.

Article 59: Transparency and compliance

- (1) Seek transparency and strive to maintain a good compliance culture with checks and balances.

Article 60: Social and environmental responsibility

- (1) To be committed to taking social and environmental responsibility seriously and to contribute to positive social change through APSP.

Article 61: Zero tolerance of bribery and corruption

- (1) To reject and condemn all forms of bribery and corruption.



Article 62: Ethics action/remedies

- (1) The Committee may pronounce the sanctions described in these Statutes or regulations made under these Statutes against any convicted member in written form:
 - (i) A warning
 - (ii) A reprimand
 - (iii) A fine that will be described in the relevant regulations
 - (iv) An expulsion
 - (v) Suspension
 - (vi) A ban from entering meeting Hall during GMs
 - (vii) A ban from accessing the APSP social networks;
 - (viii) A ban on taking part in any APSP-related activity and Social arrangements; and
 - (ix) Recommendation for further remedial action to his/her employer

Article 63: Powers of Executive Board in Ethics matters

- (1) The Executive Board shall in its exercise of Ethics powers provided under this Constitution consider the recommendation made by the Ethics and Disciplinary Committee but the Executive Board shall not bound by the same in any manner whatsoever.



PART X: THE ADVISORY COMMITTEE

Article 64: Advisory Committee

- (1) There shall be a Advisory Committees, which shall be endorsed by the General meeting following recommendation of the Executive Board
- (2) In the event that the member(s) resign(s) or is/are terminated in the middle of its/their appointment, the Association shall forthwith convene an EGM to appoint it/their replacement.
- (3) The Advisory Committees members shall have not less than three members and not more than five
- (4) The tenure of office of the members of the Advisory Committees shall be five years subject to renewal.

Article 65: Duties of the Advisory Committee

- (1) S/he shall have a supporting and advisory role for the development and welfare of the Association
- (2) Mediate and/or arbitrate in any dispute and/or conflict between members with the written consent of both parties
- (3) The Board shall elect its leaders and set its own rules and procedures.
- (4) The Board shall hold fundamental function of advising secretariat and Committees on all issues for the better running of the Association.
- (5) It shall advise the secretariat and Committees with the association's policies as well as the development, review and implementation of various program activities.
- (6) The board will meet any time of the need.
- (7) Members of the Board shall hold office for a term of two (2) years and shall be eligible for re-election for the second term upon which shall be final.
- (8) Any other acceptable professional issues

Article 66: Cessation to be a Board member

- (1) Death
- (2) Resignation
- (3) Health problems



- (4) Conviction of serious criminal offence punished for imprisonment of not less than six months
- (5) Going against the provisions of this constitution

Article 67: The Remuneration of Board members

- (1) The Remuneration of the Board members shall be determined by the Executive Board and approved by the AGM.



PART XI: AUDITING OF ACCOUNTS

Article 68: Independent Auditors:

- (1) The organ for the auditing of accounts must be an external qualified Auditing Firm and independent of APSP which shall check the accounts and present the report to the Executive Board before the Executive Board submits it to the next General Meeting.
- (2) The organ for the auditing of accounts shall be appointed by the General Meeting once every four (4) years. The auditor's mandate may be renewed under the discretion of the AGM.
- (3) In the event that the Auditor resigns or is terminated in the middle of its appointment, the Association shall forthwith convene an EGM to appoint a new Auditor

Article 69: Annual Audit

- (1) The Auditor shall be required to audit the accounts of the Association and to prepare an Audited Annual report or certificates for the AGM.
- (2) The accounts shall be audited annually within three (3) months of the end of each financial year;
- (3) The Audited financial statements and governance audits shall be presented to the Executive Board and thereafter to the AGM for adoption.

Article 70: The Remuneration of Auditor

- (1) The Remuneration of the Auditor shall be determined by the Executive Board and approved by the AGM.



PART XII: FINANCIAL MATTERS

Article 71: Source of funds of the association

- (1) The sources of funds shall, include:
- (a) Annual subscription fees from members;
 - (b) Contributions from members to an endowment fund;
 - (c) monies accrued from investments;
 - (d) monies accrued from loans, grants and donations; and
 - (e) from any other lawful undertakings which shall include training fees, consultancy fees, sponsorships, etc;

Article 72: Uses of association funds

- (1) The funds of the association shall be applied for:
- (i) Administration expenses of the Association;
 - (ii) The funds and assets of the Association shall be applied solely towards the promotion of the objectives of the Association as set forth in this Constitution and detailed in the Financial Regulations issued by the Executive Board ;
 - (iii) Payment of benefits to members as per Association Fund's benefit package;
 - (iv) investments of the Association; and
 - (v) Other uses as may be allowed for better administration of the Constitution.

Article 73: Finance management.

- (1) The funds of the Association shall be managed through commercial bank accounts as approved by the General meeting.
- (2) The Treasurer shall be custodian of all the Association's funds and shall exercise his duties in accordance with the By-Laws/Financial Regulations.
- (3) The Executive Board may propose to the Ordinary Members in the AGM a lumpsum to be invested in each of the Corporations or fixed deposit/treasury bills etc.
- (4) All cheques or withdraws notices on the Association's account shall be signed by the signatories appointed by the Executive Board under the By-Laws made under the constitution.



Article 74: Books of Accounts

- (1) The Executive Board shall be responsible for ensuring that proper books of accounts are maintained.

Article 75: Management of Assets

- (1) Immovable properties of the Association shall vest in Trust Corporation(s) (hereinafter referred to as "the Trustees") save and except when the same is/are mortgaged, charged or assigned to any financial institution(s) as security.
- (2) Movable properties of the Association shall be under the charge of the Executive Board.

Article 76: Financial year of the Association

- (1) The financial year of the Association shall be a period of twelve (12) months commencing 1st January and ending on 31st December of each year.

Article 77: Financial Reports

- (1) The Executive Board shall submit to the AGM annual financial reports.
- (2) Other operational reports shall be submitted as advised by the AGM.

Article 78: Financial Management and Control

- (1) The Executive Board shall issue Financial Guidelines for the better management of the funds of the Association while the Financial Regulations shall be issued by the AGM.



PART XIII: LEADERSHIP

Article 79: Leadership qualifications

- (1) There shall be qualifications upon which a member shall be eligible to contest for a position in the association.
 - (i) A contestant shall be mentally and physical fit.
 - (ii) A contestant shall be confirmed by the Secretariat to be honest and credible.
 - (iii) A contestant shall be ready to volunteer.
 - (iv) A contestant shall be aware of the mission, vision and objectives of the association
 - (v) A contestant shall be an active ordinary member by fulfilling all the responsibilities of the association
 - (vi) A contestant shall not be an associate or honorary member
 - (vii) Should be an active member for not less than two years
 - (viii) Shall be not a political leader as per president Circular No. SHC/C.18/2/113 of 26th June, 2000 as revised.

Article 80: Duties of leaders

- (1) Every leader shall obey and abide by the provisions of this constitution in accordance to the laws of the United Republic of Tanzania.
- (2) Every leader shall ensure the protection of this constitution.
- (3) Every leader shall respect all members and fellow leaders of the association.
- (4) Every leader shall respect and protect the association's properties and another person's properties.
- (5) Every leader shall be ready to participate in all activities, in fulfilling the objectives of the association.

Article 81: Duration of terms in office

- (1) A leader shall stay in office for three years term. A leader shall be eligible to contest for re-election for the second term upon which shall be final.



- (2) There shall be interim leaders who shall stay in office until the conduction of the general elections.
- (3) These leaders shall perform all activities of the association including preparation of general elections.
- (4) The interim leadership will cease after sworn of the new elected leaders.

Article 82: Termination of leadership

- (1) Leadership to the association shall terminate upon:
 - (i) Death
 - (ii) Mental disorder
 - (iii) Receiving of written voluntary resignation letter from a leader to Secretary General while copying chairperson of Advisory Committee which they will inform ethics committee.
 - (iv) Going against the provisions of this constitution.
 - (v) Failure to perform functions.
 - (vi) Expulsion



PART XIV: ELECTIONS COMMITTEE

Article 83: Elections Committees

- (1) Elections Committees of APSP shall be:
 - (a) Elections Committee
 - (b) Elections Appeal Committee
- (2) The above bodies are responsible for carrying out matters of elections and appeals thereof as provided under the APSP Electoral guidelines

Article 84: Election Committee Members

- (1) The Executive Board shall appoint the Elections Committee members within six weeks before the Annual General Meeting or at any other time at the discretion of the Executive Board
- (2) The composition, the area of authority and functions of the elections committees are the subject of specific guidelines that shall be adopted by the APSP Executive Board
- (3) Each of the APSP Elections Committees shall be composed of five members appointed by the Executive Committee of APSP.
- (4) The Chairman, Secretary and other three members shall be appointed based on their knowledge and experience election affairs, good reputation, impartiality and contribution to APSP development.
- (5) The Chairman, secretary and members of Elections Committee shall be designated for a term of office of two years unless decided otherwise by the Executive Board.

Article 85: Duties and Responsibilities of Elections Committees

- (1) The Elections Committee shall be responsible for:
 - (i) Organizing and supervising the Elections of the APSP.
 - (ii) Monitoring and supervise elections of APSP members.
 - (iii) Advising the Executive Board with regard to election matters.
 - (iv) to prepare a report on the Elections and vetting process;
 - (v) to organize and conduct elections; and



- (vi) to hear and determine objections on the vetting process and elections

Article 86: Election procedures

- (1) Procedures for Election of members and campaign by candidates shall be described in the Regulations/guidelines made up under this constitution.
- (2) Procedures for counting ballots, Announcement of the Results, Complaints on the election procedures and results shall be prescribed in Regulations/guidelines and as amended by the Elections Committee from time to time
- (3) Voting by Proxy shall not be allowed.

Article 87: The Elections Appeal Committee

- (1) The Elections Appeal Committee shall be responsible for hearing appeals against the decisions of the APSP Elections Committee on APSP elections.
- (2) The decision of the Elections Appeal Committee shall be final and conclusive and binding on all parties concerned and shall not be subject to review by any other body.



PART XV: DEVELOPMENT FUND

Article 88: APSP Development Fund

- (1) It is hereby established a fund to be known as the APSP Development Fund.
- (2) The goal of the development Fund is to enhance the Members to ensure that have the opportunity to improve their profession to reach their full potential.
- (3) All members except for honorary members shall be required to contribute to the Development fund established as set forth in Fund Committee Regulations
- (4) The fund shall be managed by the independent Fund Committee appointed by Executive Board
- (5) The Fund Committee will be responsible for managing the activities of the Fund through approval of programmes; approval of budgets; execution of the programmes and their logistic needs; recording and controlling activities; as well as other actions relating to the objectives for which it was created
- (6) The Chairperson and other members of the Fund Committee shall be appointed by the Executive Board; and must be persons with proven integrity.
- (7) The members of the Fund Committee appointed shall hold office for a period of Three (3) years in the first instance and may be eligible for re-appointment for a further period of Three (3) years and so forth.
- (8) The members of the Fund Committee shall be paid such remuneration and allowances as the Fund Committee Regulations may, from time to time, determine.



PART XVI: DISSOLUTION OF THE ASSOCIATION

Article 89: Dissolution

- (1) The Association shall not be dissolved except with the consent of not less than two-third of the Ordinary Members attending with voting rights in an EGM called for the same purpose.
- (2) In the event of dissolution, all debts and liabilities legally incurred on its behalf shall be fully discharged in accordance with provisions under The Societies Act Cap 337 R.E 2002 or any relevant regulation.
- (3) Notice of dissolution shall be forwarded to the Registrar of Societies within fourteen (14) days from the date of dissolution



PART XVII: MISCELLANEOUS PROVISIONS

Article 90: Subsidiary Rules & Regulations

- (1) The General Meeting shall have the power to make, amend, alter, change and/or delete the By-Laws in conformity with the provisions of the Constitution.
- (2) The By-Laws shall be kept at the registered place of business of the Association and all Members shall have access to the same. All members shall be notified in writing of any By-Laws created, amended, deleted or in any way modified by the General meeting.

Article 91: Prohibitions

- (1) The following activities shall be prohibited:-
 - (a) Violation of any of the provisions of the Constitution and/or By-Laws
 - (b) Any misconduct which in the opinion of the Executive Board is improper or prejudicial to the Association;
 - (c) Any unlawful activities conducted by any Members on the premises of the Association; and
 - (d) The Association shall not hold any lottery wherever confined to its members or otherwise in the name of the Association unless a license has been obtained from the proper authority.

Article 92: Founders

- (1) Members represented at the first EGM called to adopt the constitution and launch the Association shall be eligible to be its founders without following the procedure for admission provided they fulfill the required qualifications.
- (2) Founders except for those who qualify for ordinary members shall not be entitled to vote or to hold office and shall be exempt from payment of dues

Article 93: Amendments

- (1) The Constitution shall only be amended at the AGM. The procedures for amending the Constitution are as follows:



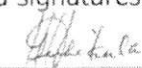

- (i) Amendments to the Constitution at the AGM shall be proposed by the Executive Board or request by not less than one half of the total number of Members;
- (ii) Amendment in accordance with the intent of the petition shall be drafted by the Secretary General and sent by letter to all Ordinary Members at least fourteen(14) days in advance of the AGM;
- (iii) The Proposed amendments as drafted by the Secretary General shall be tabled for discussion at the AGM and may be amended by majority vote at the said AGM;
- (iv) The proposed amendments originally submitted or as amended shall then be voted upon in the AGM;
- (v) An amendment shall become effective upon the approval of the Registrar of Societies.

Article 94: Entry into Operation

- (1) The Constitution shall be binding on Members upon approval by the AGM and following the expiration of Thirty (30) days of successful registration of the Association.
- (2) The Executive Board, by execution hereof, confirms its full adherence to this Constitution with a firm commitment to participate in the growth of the Association.

Dated at DAR EL IHAAM this 29TH day of JUNE 2018.

WITNESSES to the attached signatures:

- (1) Signature 
 Name in Full: ALIO GILBERT LUTHIKULA
 Occupation: HPMU - BUICE
 Address: P.O. BOX 2329 DSM.
- (2) Signature 
 Name in Full: ABDULRAHMAN BAKARY FUMBWE
 Occupation: HPMU - eGA
 Address: P.O. Box 4273 DSM



(3) Signature Amachi
Name in Full: Joseph Ankelty Madg
Occupation: HPMV - BRELA
Address: P.O. BOX 9393 - DSM

(4) Signature [Signature]
Name in Full: ARBOGAST JOHN WARYOBA
Occupation: DPMU - MLHHSD
Address: P.O. Box 2908 DODOMA

(5) Signature [Signature]
Name in Full: HAKIM KATUNGLI MHTYO
Occupation: HPMU - TIBC
Address: P.O. BOX 14801, DSM

(6) Signature [Signature]
Name in Full: KAZOJO JUMBA NYALLE
Occupation: HPMU - DART AGENCY
Address: P.O. BOX 724 DSM

(7) Signature [Signature]
Name in Full: FLORENTINA MATIYA
Occupation: HPMU SELF MF
Address: P.O. Box 77760 DSM



(8) Signature [Signature]
Name in Full: GAIHAN JOHN BANZI
Occupation: HPMU - TIB DEVELOPMENT BANK LTD
Address: P.O. Box 9373 DSM

(9) Signature



Name in Full:

LWITIKO JOEL MWANDABO


Occupation:

HPMU - WHC

Address

P.O BOX 5119 DSM

(10) Signature



Name in Full:

NOELIA PHILBERT MBELE

Occupation:

HPMU - MNMA

Address

P.O BOX 9193 DSM.



P.O. BOX 2976
JERUSALEM