



THE SOCIETIES ORDINANCE (CAP. 337)
TANZANIA ASSOCIATION OF NON-GOVERNMENTAL ORGANISATIONS
(TANGO) CONSTITUTION

PREAMBLE

We, the members,

AWARE of and CONCERNED about the problems militating against wealth creation, eradication of corruption and fraud and organized crimes, promotion of human rights ending gender violence imbalances and discrimination in Tanzania.

CONSCIOUS of the serious consequences of these critical problems of the country's ethics, morals, domestic tranquility and socio-economic development;

MINDFUL of the need for a joint and concerted effort against the aforementioned problems.

DO hereby SOLEMNLY resolve to form an umbrella organization for willing non- governmental organizations (NGOs) in Tanzania styled TANZANIA ASSOCIATION OF NON-GOVERNMENTAL ORGANISATIONS (TANGO) and ADOPT this Constitution for the same.

VISION

A strong vibrant society in which civil society plays an effective role in ensuring sustainable people centered development based on the values of Justice, Peace, Gender equality and equity, Good governance and Respect of human rights.

MISSION STATEMENT

To facilitate qualitative and quantitative growth of the NGO sector through, Lobbying and advocating, Capacity development, Partnership and coalition building, and Information sharing with and for member organizations and other civil society organizations.



CHAPTER ONE

STATUS AND POLICIES

ARTICLE 1: NAME, HEADQUARTERS AND STATUS

- i. The name of the Organization shall be Tanzania Association of Non- Governmental Organizations (hereinafter referred to as "TANGO").
- ii. The Headquarters of TANGO shall be in Dar es Salaam, Tanzania and its address shall be Dar es Salaam.
- iii. TANGO shall have the status described hereunder: -
 - a. It shall be the official voluntary networking body of all willing registered non-governmental organizations concerned with social, economic, civil, cultural development of the people of Tanzania, social welfare, Institutions and other development oriented institutions and individuals;
 - b. It shall not be affiliated to or campaign for any political party, a partisan and an autonomous organization;
 - c. It shall be a body corporate with perpetual succession unaffected by changes in the membership, and shall have the legal personality and capable in law of suing and being sued in its own name; and
 - d. It shall be vested with powers to own, purchase, hold alienate, manage, and dispose of any property whatsoever that is under its authority, solely by way of entering into such contracts as may be necessary or expedient for performance of its functions under this constitution.



ARTICLE 2: INTERPRETATION:

Unless otherwise defined in this Constitution, the following words shall have the respective meanings assigned to them as follows: -

- "Assembly" Means the ordinary General Assembly or Extra Ordinary Meeting of TANGO.
- "Bank Account" Means the account of TANGO opened in accordance with the provisions of this Constitution.
- "Chairperson" Means Chairperson of TANGO
- "Board" Means the Board of TANGO
- "Constitution" Means the Constitution of TANGO
- "Dissolution" External Auditor" Means Constitution.
- "Financial Year" Means a period of twelve months commencing from the 1st day of January and ending on the 31st day of December of each year.
- "Member NGO" Means an organization which has subscribed to be members of TANGO.
- "Non-partisan" Means not affiliated or campaign for to any political party or religion; always acting impartially and in non-aligned manner.
- "Office bearers" refers to the chairperson, Vice Chairperson, Executive Director, and the five members of the Board.
- "Remuneration" Means remuneration given to staff and office bearers of TANGO for the work door for the organization.
- "Rules ant regulations" Refers to the rules and regulations promulgated in accordance with
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this Constitution.

- "Executive Director " Means the CEO of TANGO and the secretary to the Board
- "Signatory" Means any office bearer to TANGO charged with the duty of signing the bank financial documents on behalf of TANGO.
- "Special Resolution" Means a resolution by the Annual General Assembly or Extra-Ordinary meeting which is supposed by two-thirds (2/3) of the r present and voting members.
- "Status" refers to the status of **TANGO** as prescribed under this Constitution.

ARTICLE 3: OBJECTIVES

- i. The basic and general objectives of TANGO shall be:
- a. To act as a unifying organ between its members by promoting, networking and organizing, where necessary, the participation and Contributions of member NGOS in Tanzania in the social, economic and political development of Tanzanian people.
 - b. To establish among its members and relevant institutions including the Government a forum for cc-ordination and exchange of information and experience; and promote the linking up of local member NGOS With any national, regional, international and bilateral bodies for the purposes of furthering these objectives.
 - c. To facilitate member NGOs in Tanzania an enabling environment for the Member NGOS to operate effectively and efficiently in the social, political and economical transformation in effective dialogue with the state at all levels.
 - d. To prompt: and support all social, civil awareness and economic activities by member NGOS ail-hind at the benefit of a substantial or significant part of the Tanzanian community including a special focus on such other activities that are meant to promote, directly or indirectly, the well-being of the disadvantaged groups of the community.



- e. To establish and provide consultants services and training programmed as I may be required by member NGOS and other institutions involved, directly or indirectly, in the promotion of social, economic and political development of the Tanzanian Community with a focus on the disadvantaged members of the Community.
- f. To affiliate to any international regional or hi-lateral bodies as the Board may decide and which affiliation is consistent with and for the purpose of furthering the above objectives, To do all such other lawful things as are incidental or conjunctive to the attainment of the above objectives or any one or more of them, and which may seem to TANGO desirable, convenient and in its interest.

ARTICLE 4: MEANS AND ACTIONS

- i. In furthering the objectives and purposes designed above, TANGO shall:-
 - a. Organise regular meetings of all TANGO members.
 - b. Organise, set up or establish special or advisory committees, commissions, task forces, and/or study groups relevant as members of TANGO see fit.
 - c. Collect and disseminate information and data related to activities of common interest; and/or procure to be written and print, publish, issue and circulate any reports of periodicals, books, pamphlets, leaflets, or other documents in furtherance of the above objectives of TANGO.
 - d. Publish a journal and/or magazine on TANGO'S activities.
 - e. Purchase, take on lease, or in exchange, hire or otherwise acquire in any manner any movable or immovable property.
 - f. Invest and deal with the monies of TANGO not immediately required in such manner as may from time to time be determined ant to donate or lend monies for the attainment of the above objectives or any of them.
 - g. Sell dispose of, manage, develop, let, mortgage or otherwise deal with all r or any party of the privileges, rights and privileges of TANGO.



- h. Borrow or raise money in such manner and upon such terms to offer such security as TANGO shall deem fit.
- i. Act as Trusts or obligations, which are charitable in accordance with the above objectives or any one or more of them.
- j. Arrange and provide for or join in arranging and providing for the holding of exhibitions, meetings, seminars, lectures, classes, and other educational facilities to further the above objectives of TANGO or any of them.
- k. Transfer or dispose of, with or without valuable consideration, any part of the property or assets of TANGO not required for the purpose for which it is formed to any body having charitable purposes as its only objectives provided that such body is not carrying on business for profit or gain for distribution by way of dividends, bonus or otherwise amongst its member NGOs.

Subject to the provisions hereinafter contained to employ and pay officers and any other person or body whose services are deemed expedient for carrying out any of the objectives of **TANGO**, and to pay whatever staff benefits are approved by the Board, if funds permit.

ARTICLE 5: MEMBERSHIP

TANGO shall have the following categories of members:-

- i. Founder Members: shall be those that signed the founding instruments of TANGO in accordance with Article 42(a) of this constitution.
- ii. Ordinary Members: shall be admitted by the General Assembly.

Provided that every ordinary member shall be properly constituted locally based and operating in Tanzania; and registered locally by the Registrars of NGOs.

- iii. Associate Members: Shall be those whose objectives, purposes, and activities are consistent with the objectives of TANGO and those which are not Tanzanian in respect of their final governing authorities but they are branches or agencies of a body constituted internal to Tanzania or are operating locally in Tanzania.



5.1: ELIGIBILITY FOR MEMBERSHIP:

Any organization may become a member of TANGO as provided for in sub- article (ii) above that:-

- (i) Such organization accepts and agrees to the Code of Conduct, aims, objectives and functions of TANGO as set out in this Constitution; and
- (ii) Such organization pays all necessary charges, subscription fees and any other fees as shall be decided and directed from time to time by the General Assembly.

5:2 ADMISSIONS FOR MEMBERSHIP

Undertakings desiring to become members of TANGO shall submit membership application to the Executive Director, which after being satisfied that it is duly

sanctioned shall refer applicant to the Board where it will be scrutinized and findings are forwarded to the General Assembly for final decision.

5:3 MEMBERSHIP FEE

Members of TANGO shall be obliged to pay the following fees:-

- (i) Entrance fees which shall be paid upon admission to TANGO membership; and
- (ii) Annual Subscription fees which shall be payable annually provided that all rates of the above fees shall be determined from time to time by the General Assembly.

5:4 RIGHTS OF MEMBERS

Every member of TANGO shall unless otherwise expressly stated in accordance with the Constitution, By-Laws and Resolutions of the Assembly have the rights:-

- (a) To attend or be represented at the Assembly and other meetings that may be called by TANGO;
- (b) To request and obtain information in connection with the TANGO's activities; during the



general meeting.

- (c) To receive publications and other relevant information that may be distributed by TANGO; for free or at a subsidized rate.
- (d) To have access to Such facilities as shall have been acquired by TANGO;
- (e) To elect and be elected or nominate be nominated in any election/activity of TANGO;
- (f) To obtain and inflect copies of all documents of TANGO upon consulting the Executive Director for the purpose of such inspection;
- (g) To submit proposals and motions for discussion at TANGO Meetings;
- (h) To get access to programmes which will lead to the strengthening of activities of constituency NGO s through:-
 - i. Attending conferences and workshops in order to facilitate exchange of experiences amongst constituency indigenous NGOS as well as foreign NGOS convened by TANGO or any other Umbrella Organization and networks with objectives similar to those of TANGO.
 - ii. Provision of technical support to indigenous NGOS whenever necessary; and
 - iii. Organization of seminars and training programmes which aim at strengthening member NGO leadership in facilitation of institutional building as planned and implemented through TANGO; and
- (i) Participate in all activities pertaining to TANGO objectives and goals
- (j) The Associate Members shall have no voting rights.

5:5 OBLIGATIONS OF MEMBERS

All TANGO members shall in accordance with this Constitution, By-Laws and Resolutions of the Assembly be obliged to fulfill the following duties:

- (a) To uphold this Constitution as a legal document. Any decision, activity, exercise of
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power or otherwise that contravened this constitution shall be null and void. Serious legal measures may be taken to redress such default depending on the damage caused by such decision, activity, exercise of powers or otherwise as the case may be.

- (b) To pay their annual subscription fees, charges and other contributions and financial obligations as they shall be determined from time to time by the General Assembly.
- (c) To enjoy their rights with diligence and without prejudice to the rights of other members and the needs of our society.
- (d) To inculcate and perpetuate the spirit of tolerance towards differing views and position and enhance democratic debate and discussion.
- (e) To collaborate in forming committees, commission and related task force with a view of furthering the contemporary and prospective needs of the society at large,
- (f) To disseminate necessary information requested by TANGO
- (g) To attend all meetings duly convened by TANGO organs
- (h) To collaborate with TANGO in fulfillment of its objectives and functions.
- (i) To feel responsible in contributing towards redrawing historical and contemporary inequalities in our society based on differences of class, beliefs, gender, nationality, economic and material conditions.

5:6 CESSATION OF MEMBERSHIP TO THE ASSOCIATION

A member NGO shall cease to be a member of TANGO upon the occurrence of any of the following events:-

- (i) Voluntary resignation;
- (ii) Dissolution of the Member NGO;
- (iii) Failure to pay necessary and prerequisite fees for a period of two years



- consecutively without any reasonable grounds; and
- (iv) Expulsion for Disconnects that are detrimental to the objectives TANGO or for breach of any of the provisions of this Constitution.

Provided that the general assembly shall not 'expel any member NGO from membership save after carrying out appropriate inquiries n relation to such disconnects and according the respective member an opportunity to defend itself.

5:7 PROCEDURES FOR RESIGNATION, EXPULSION AND DISQUALIFICATION FROM MEMBERSHIP:

- (i) Any Ordinal Member may withdraw its membership from TANGO by writing to the: Chairperson of TANGO stating the reasons for such withdrawal. The reasons will be discussed by the General Assembly of TANGO after receiving recommendations from the Board.
- (ii) The Assembly or Special Assembly may ask an Ordinary member to withdraw from TANGO membership, and may terminate membership by simple majority vote of the members of the General Assembly or Special Assembly of TANGO. The Board shall be responsible for -in conducting satisfactory investigation and recommend to the Assembly such investigation, Provided that such member is given an opportunity to present its view to the Assembly.
- (iii) The Board shall report to every Assembly all cases -of Voluntary resignation, recommendations for expulsion and admission of a new Ordinal or Associate Member, if any.
- (iv) Any member NGO which loses its membership vide article 5(a)(i), (ii) and (iv) may be re-admitted as an Ordinary or Associate Member if it fulfill the requirements of article 4(a) of this Constitution. Provided that no member NGO which has lost its membership under this article shall be entitled to any refund of its charges, fees or contributions whatsoever.

CHAPTER TWO



ARTICLE 6: THE TANGO ORGANS AND ITS ADMINISTRATIVE STRUCTURE

TANGO shall have the following principal organs:

- (i) The General Assembly
- (ii) The Board.
- (iii) Any other organs that may be established for the performance or its functions by General Assembly.

Provided that every organ of TANGO shall undertake its duties according to Constitution and rules made from time to time there under.

ARTICLE 7: THE GENERAL ASSEMBLY

7:1 COMPOSITION

- (i) The General Assembly of TANGO shall consist of
 - a. The Chairperson;
 - b. Board Members
 - c. Executive Director
 - d. One representative from members of TANGO

7:2 POWERS DUTIES AND RESPONSIBILITIES OF ANNUAL GENERAL MEETING.

- (i) The Assembly shall be supreme body and responsible for thrall policies and performance of TANGO; specifically, it shall earths: the following pokers:
 - a. To elect when appropriate the Chairperson of TANGO, the Board for periods hereinafter provided for.
 - b. To deliberate and decide on TANGO'S Mission and Vision



- c. To receive and adopt audited financial report of TANGO of the previous year and the budget for next financial year,
- d. To appoint auditor of the following year.
- e. To endorse the admission of new members of expulsion of members after the same have been afforded an opportunity of stating their Case.
- f. To receive and consider implementation reports from the Board.
- g. To consider and approve annual plan activities from the Board for the next year.
- h. To fix annual subscriptions for the members as propose d by the Board.
- i. To consider and decide on the proposed amendments of the Constitution of TANGO.
- j. To deliberate and decide on the future strategies for the promotion of socio-economic activities and commitments of member NGOs.
- k. To conduct such any other business as may be necessary.
- l. To dissolve the Board if deems necessary, expel Board member for good reasons after getting recommendations from the Board in case of expulsion.
- m. To delegate to the Board any of its powers when it is necessary to do so.

(ii) Conduct of the Annual General Meeting

- a. TANGO shall in each year hold an Annual General Assembly in addition to any other meetings in that year, the Annual General Assembly shall be held at such time and place as the Board shall appoint.
- b. Notice of General Assembly shall be called by at least twenty one (21) days' notice made in writing; the notice shall be exclusive of the day on which it is served or deemed to be served and it shall specify the place, the day/date, the hour of the meeting and the business to be transacted thereat. Provided that the omission to give notice of meeting, or the non- receipt of notice of a meeting by any person entitled to receive the notice thereof, shall not invalidate the proceedings at the Assembly.



- c. No business shall be transacted at any General Assembly unless a quorum of members is present at the time the Assembly proceeds to business,
- d. The quorum for any annual General of Extra-ordinary Assembly shall be half (1/2) of the total voting members. Should there be no quorum within two hours, the Chairperson shall adjourn the meeting for a period of seven days to be reconvened at the same venue and time. Then all present members shall constitute a quorum.
- e. Each representatives of a single member NGO shall have one vote and the Chairperson of the Assembly shall in addition have a casting vote.
- f. Voting at the Assembly shall be by secret ballot and simple majority shall suffice. There shall be no provision for proxy, postal or absentee voting.

7:3 EXTRA-ORDINARY MEETINGS

- (a) The Board may call an Extra-ordinary Meeting of TANGO to consider any matter which it may so decide or which needs immediate resolution.
- (b) An Extra - ordinary Meeting of TANGO may be called anytime after receipt by the Chairperson or the Executive Director of a written request for such meeting signed by at least one-quarter of the members or delegates to TANGO. The request shall state the business to be considered at the meeting.
- (c) The calling and conduct of an Extra-ordinary Meeting shall follow the provision of Articles 14-19 of this Constitution.
- (d) The Chairperson shall convene and preside at all Annual General Assemblies and Extra-ordinary Assemblies. If at any meeting the Chairperson is not present the members present shall choose one out of the members present to be Chairpersons Provided that:
 - (i) In the event that the Chairperson resigns or is incapacitated, the Board shall nominate one out of the Members of the Board to act as a Chairperson until the following Annual General Meeting.
 - (ii) In the event that a member of the Board resigns or is incapacitated to the extent



that he or she cannot discharge his responsibilities for up to four consecutive months the Board shall nominate any other person from among the representatives of any member NGO of TANGO to fill the post and it shall be confirmed by the following Annual General Assembly.

ARTICLE 8: THE BOARD

8:1 COMPOSITION

- (i) The following persons shall constitute the Board.
 - a. The Chairperson of TANGO;
 - b. Executive Director;
 - c. Four elected members representing zones
 - d. Three nominated by Secretariat from eminent persons and approved by the Board and AGM
- (ii) The Board members shall be elected and approved by the General Assembly of TANGO and shall hold office for a period of three years after which any outgoing member shall be eligible for re-election. Provided that voting of the five members shall be by ballot.
- (iii) Board members shall not be eligible for re-election to the same post for more than two consecutive terms as members of the Board.
- (iv) A vote of no confidence passed by two-third (2/3) of the members of the General Assembly against any member of the Board or the whole Board shall result in holding of new election to replace the member or the whole of the Board.



- (v) A member of the Board or any employee of TANGO shall be allowed to resign upon giving in writing a notice with sufficient grounds for such resignation to the Secretary to the Board.
- (vi) A person shall not be elected as Board member and no person shall be qualified to hold office who:-
 - a. is not from member organization of TANGO
 - b. In not ordinarily resident in Tanzania.
 - c. Has, in terms of law in force in any country, been adjudged or otherwise declared bankrupt.
 - d. has been convicted of any offence involving dishonest in any country including Tanzania and has not received a free pardon.
 - e. Holds a leadership position in a political party or government.
- (vii) Any Board member may cease to hold the office of TANGO
 - a. In the event of death;
 - b. In the dissolution of TANGO
 - c. When he becomes imprisoned;
 - d. When he becomes absent due to incapacitation or absent from the country for an indefinite time without notice;
 - e. When she/he fails to discharge his responsibilities and duties as provided for in the Constitution, Rules and Regulations of TANGO and;
 - f. Failing to attend three Board meetings consecutively, without adducing sound reasons

8.2 CRITERIA FOR BOARD MEMBERSHIP



An applicant to the Board membership must have the following qualities

- 8.2.1 Strong academic background with a proven professional excellence and sufficient experience in NGO work and leadership,
- 8.2.2 Time commitment to the Association.
- 8.2.3 Strong Commitment to the vision, mission and the programmes of the association.
- 8.2.4 Quality representation of the Association in the public domain.
- 8.2.5 Readiness and willingness to develop more skills that are beneficial to the Association.
- 8.2.6 Honesty, sensitivity to and tolerance on differing views, friendly, and patient and with developed sense of values.
- 8.2.7 Ability to listen, analyse, think clearly and creatively and capable of working with individuals or groups.

8.3.0 POWERS AND FUNCTIONS OF THE BOARD

- 8.3.1 To recruit the Executive Director and other key personnel of the Secretariat. The Executive Director shall recruit the support staff and should report the same to the Board.
- 8.3.2 To develop operational guidelines and regulations for proper management of the Association and its assets.
- 8.3.3 To supervise the planning process and budget implementation.
- 8.3.4 To oversee responsible use of Assets of the Association and management of financial and human resources.
- 8.3.5 To monitor the programme and activities of the Association with emphasis on maintaining quality and cost effectiveness.
- 8.3.6 To build and maintain the image of the Association before the public and its shareholders.



- 8.3.7 To suspend for good and sufficient reasons the membership of any member provided that such suspension shall be presented to the next Annual General Meeting for final deliberation,
- 8.3.8 To terminate the contracts of any staff of the secretariat with good and sufficient reasons based on the recommendations made by the Executive Director after according such staff the right to be heard
- 8.3.9 To propose to the Annual General Meeting policy changes and amendment of this Constitution.
- 8.3.10 To propose the Auditors Of the Association to the Annual General Meeting for its approval
- 8.3.11 To approve committees when the need arises to assist in discharging the duties of thy association as recommended by the secretariat.
- 8.3.12 Proposing the names of three Board members the Annual General Meeting as provided for under
- 8.3.13 To appoint an acting chairperson in case the Chairperson is for any reason incapacitated to hold that position. The acting chairperson will hold that position until the following Annual General Meeting as shall be determined by the Board.
- 8.3.14 To suspend Board member's) for good reasons and forward the decision to the Annual General Meeting cur deliberations and decision.
- 8.3.15 To receive, deliberate and approve financial reports before they are sent to the auditors,
- 8.3.16 To approve annual plans and budgets.
- 8.3.17 To fundraise for the Association
- 8.3.18 To prepare the Annual General Meeting

8.4 QUORUM OF THE BOARD:

- 8.4.1 She quorum it any meeting if the board shall be five in number.



- 8.4.2 The Board may invite: any person or persons to advise it at any of its meetings as deems fit but such a person or persons shall have no power to vote.
- 8.4.3 Subject to the provision of the Constitution, the Board may regulate its own procedure.

ARTICLE 9: FUNCTIONS OF OFFICE BEARERS

9.1 CHAIR OF THE ORGANIZATION

9.1 Qualification for the position

- 9.1.1 She must be a graduate or above in journalism or mass communication from a reputable institution of higher learning.
- 9.1.2 She must be a visionary, creative, with a good track record of experience and diligence in leadership.
- 9.1.3 She must be willing and ready to commit her time to the organization.
- 9.1.4 She must be conversant and particular: with social, political, economical and cultural issues, which have impact on women's efforts to emancipate themselves.

9.2 POWERS AND MANDATE OF THE CHAIRPERSON

- 9.2.1 To chair all meetings of the Board and General Meetings
- 9.2.2 To represent the Association in various forums within and outside the country.
- 9.2.3 To be the banner holder of the collective image of the Association.
- 9.2.4 The Chairperson shall be elected in the Annual General meeting after every three years by simple majority votes of the members who are eligible to vote and can be re-elected within the maximum of two terms.
- 9.2.5 In case of her absence in any meeting, which she is mandated to chair, the meeting she'll elect an interim chairperson whose mandate shall be to chair that meeting only.



9.3 EXECUTIVE DIRECTOR

9.3 Qualifications for the post

- 9.3.1 Must have a good track record of experience in a similar senior position at least for a period of 5 year.
- 9.3.2 Must be conversant with social, political, economic and cultural issues, which effect society in its endeavor to emancipation.
- 9.3.3 Must else capable of working with minimum supervision, must be computer literate and when need arises can travel on short notice
- 9.3.4 Holder of master's degree in any field of social sciences but PhD candidates will be preferred.

9.4 MANDATE OF THE EXECUTIVE DIRECTOR

- 9.4.1 Head of the secretariat.
- 9.4.2 Secretary to the board.
- 9.4.3 Overall in charge of day-to-day activities of the Association
- 9.4.4 Overall in charge and accounting officer for the funds of the Association.
- 9.4.5 Develops and proposes to the Governing Board for approval, financial and human resource policy, strategic and annual plans and budgets.
- 9.4.6 The executive Director shall recruit the personnel to run the activities of the secretariat pursuant to human resource policy and requirements; and subject to approval of the board.
- 9.4.7 To suspend for good reasons any Member of staff who has violated the Constitution of thy organization, conditions of service or has acted contrary to care values and mission of the organization. Such decisions should immediately be forwarded to the



Board for final determination.

- 9.4.8 To represent the Association in various for a in and outside the country.
- 9.4.9 To defend and uphold the integrity of the organization.
- 9.4.10 To advise the Board on programme direction based on the challenges of the day.
- 9.4.11 To appoint heads of department
- 9.4.12 To prepare narrative and financial reports and submit them to the Board
- 9.4.13 To prepare the Board meetings.
- 9.4.14 To fundraise for the Association.

ARTICLE 10: BOARD MEETINGS

- (i) Subject to Article 26 (a) (iv) the Board shall meet at least (duce in three months' time given days notice at idiot shall be given of all meetings of the Board to the members thereof, unless all members of the Board agree to accept shorter notice. The number required for a quorum shall be more than half members.
- (ii) Any decision of the Board shall be by majority vote of those present and entitled to vote. Every member present and entitled to vote shall have one vote and the Chairperson of the meeting shall have a casting vote in addition ' to his ordinary vote incase there is an equality of vote. No vote by proxy shall be permitted.
- (iii) A resolution of the Board shall be signed by all present members of the Board, and such resolution may be contained in one document or in several documents in like form, each signed by one or more of the Board member.
- (iv) The spokesperson of the Board and TANGO who may delegate shall be the Chairperson of TANGO who may delegate such power to the Executive Director of TANGO.



ARTICLE 11: THE TANGO SECRETARIAT:-

- 11.1 The secretariat shall be responsible in the implementation of day -to - day activities of the Association as directed by the Governing Board.
- 11.2 The Executive Director who shall be answerable directly to the Board shall head the Secretariat.
- 11.3 The secretariat will be composed of various departments and the Executive Director shall recruit all staff and appoint the heads of departments.

CHAPTER THREE

ARTICLE 12: PROPERTY, FINANCE AND FINANCIAL CONTROL

The funds, income and financial resources of TANGO shall consist of:

- (i) Such sums as may be realized from entry fees and annual subscription fees of g member;
- (ii) Such sums as may be paid to TANGO through voluntary contributions by members;
- (iii) Such money or property as may be paid or given to TANGO by way of donation, gifts, grants, loans, and aid;
- (iv) Such sums as may be payable to TANGO as a result of or in the course of discharging its functions; and
- (v) Such sums as may be lawfully payable to TANGO as result' of its funds mobilization campaigns including charity endeavors,

12.1 BANKING, AUDITING AND REPORTING OF FUNDS

- (i) The funds of TANGO shall be banked with a Bank to be appointed by the Board, and shall be in the name of TANGO.



- (ii) The Chairperson, the Executive Director, Accountant and one other member of the Board appointed by the Board, shall be the signatories of the payment cheques of the TANGO'S Bank Accounts; and any two of them shall sign at a time. The same persons shall be the signatories to any contract of contracts entered between TANGO and any other Association, person or body corporate.
- (iii) The Board shall cause true accounts to be kept of the sums of money received and expended by TANGO and the matters in respect of which such receipts and expenditure take place; of all sales and purchase of goods by TANGO of the property, credits, and liabilities of TANGO; and subject to any reasonable restrictions at the time and manner of inspecting the-same that may be imposed on in accordance with the regulations of TANGO for the time being in force, shall be open to the inspection by members.
- (iv) The Board shall, at a reasonable remuneration, appoint a professionally qualified and duly registered person or body of persons to be External Auditors, of the accounts of TANGO either in respect of each financial year generally.
- (v) The books of accounts of TANGO shall be audited within three months after the close of each financial year and there shall be submitted at the next f General Assembly a report containing:
 - (a) A Statement of income and expenditure during the past financial year;
 - (b) A Statement of the assets and liabilities of TANGO on the last day of the financial year; and
 - (c) The report of the Auditors on the audited accounts.
- (vi) The audited accounts of TANGO shall be made available for inspection by members at the principal as well as other established offices of TANGO.
- (vii) The Board shall cause to be prepared and to be laid before TANGO general meeting such income and expenditure accounts, balance sheets and financial statements; and shall be sent to all persons entitled to receive notice of general meeting.
- (viii) The financial year of TANGO shall begin on the first day of January and end up on the thirty-first day of December of every year.



CHAPTER FOUR

MISCELLANEOUS PROVISIONS

ARTICLE 14: ADVISORY COMMITTEES

- (i) There shall be established Advisory Committees as proposed by the Secretariat at the recommendation of the Board with specific duties and terms of reference
- (ii) The Advisory Committees shall be standing and shall be standing and be composed of five (5) professional members from the respective profession and headed by a Chairperson to be elected by members of the respective Committee.
- (iii) Every field of activity provided for in Article 8.1 (i) shall be represented by one Advisory Committee.
- (iv) Every Advisory Committee shall be a relevant advisory- body to the Secretariat, Board and to the General Assembly in respect of its specific area of specialization; it shall network PhD coordinate all NGOS dealing with such activities falling within its jurisdiction as an umbrella body.
- (v) Members of every Advisory Committee shall hold office for a three years term after which they may be eligible for reappointment for another three years term, but shall not be reappointed for a third term.
- (vi) The General Assembly may at the recommendation of the Board terminate the services of a member to the Board or the whole Board if it satisfies itself that such member or Committee has willfully failed to conduct its duties in accordance with the provisions of this Constitution; By-Laws or Regulations of TANGO.

ARTICLE 15: REGIONAL INFORMATION CENTRES

- (i) Subject to the provisions of Article 4 (i) (c) there shall be established regional Information Centres which shall collect and disseminate TANGO'S official documents and all other relevant documents and data for reference and shall be available to all members upon consulting and relevant officer in- charge of the respective centers.



ARTICLE 16: AMENDMENTS TO THE CONSTITUTION AND BY-LAWS

- (i) This Constitution may be amended by a two-thirds (2/3) majority vote of the voting members of the General Assembly at an Ordinary or extra-ordinary meeting specifically called for that purpose.
- (ii) Notice to amend the Constitution shall be received by the Director and communicated to each member of the General Assembly at least twenty- eight (21) days before the date of the meeting at which the resolution shall be brought forward and the notice of the motion related to such proposed amendments shall be circulated to all members of TANGO forthwith.
- (iii) The Board shall have powers to propose amendments of By-Laws provided that such proposals are tabled before and approved by the General Assembly prior to their becoming effective.

ARTICLE 17: DISSOLUTION OF TANGO

- (i) TANGO may be dissolved by a resolution of a General or Extra-ordinary Assembly.
- (ii) A resolution to dissolve TANGO shall be passed by a vote of two-third (2/3) of the total paid up Ordinary members of TANGO.
- (iii) Any proposed resolution to dissolve TANGO shall be submitted in writing to the Executive Director at least twenty eight (28) days before the proposed meeting.
- (iv) The proposed resolution shall include a clear proposal for the distribution of any assets held by or in the name of TANGO.
- (v) In the event of the dissolution of TANGO, no resolution shall be passed instruction distribution of TANGO's assets to or among the members of delegates if TANGO. Such assets may, however, with the approval of the Ministry responsible for Social Welfare and/or Community Development be distributed to other institutions) having objectives similar to some or all (If the objectives of TANGO.
- (vi) No assets of TANGO shall be distributed, nor shall TANGO be dissolved prior to the



payment of all its outstanding accounts and fulfillment of its proper and legal obligations to its employees.

ARTICLE 18: ENTRY INTO FORCE OF THE CONSTITUTION AND PROCEDURE FOR THE ACQUISITION OF MEMBERSHIP

- (i) This Constitution shall enter into force one month after signature of at least thirty current members. Upon acceptance, these shall become Founder Members and the affirmation by the registrar of NGOs.
- (ii) The Executive Director shall transmit certified copies of this Constitution to all members after entry into force of this Constitution.
- (iii) The General Assembly shall hold its first meeting not later than six months after the entry into force of this Constitution.

ARTICLE 19: INDEMNITY

No member shall be liable in his/her personal capacity from the acts, neglect or default of any other member or officer of TANGO or for any other loss, damage or misfortune whatsoever that shall happen in the execution of the duties of his/her office in relation thereto unless the same occurs through his/her own willful act or default.