



CONSTITUTION

OF

THE TANZANIAN ELECTRONIC
NETWORKING COMMUNITY

(TANZANET)

First amendment 1998

Table of Contents

Preamble
Article 1: Name of the Organization
Article 2: Seat of the Organization
Article 3: Objectives of the Organization
Article 4: Membership to the Organization
Article 5: Management of the Organization
Article 6: Duties of the Office Bearers
Article 7: The Board of the Organization
Article 8: Duties of the Board
Article 9: The Committees of the Board
Article 10: Meetings of the Organization
Article 11: Nominations and Election Procedures
Article 12: Financial Provisions
Article 13: Auditor
Article 14: Inspection of Accounts and List of Members
Article 15: Indemnity
Article 16: Branches of the Organization
Article 17: The Trustees of the Organization
Article 18: Legal Status of the Organization
Article 19: Amendments to the Constitution
Article 20: Interpretation of the Constitution
Article 21: Dissolution
Article 22: Rules

CONSTITUTION OF THE TANZANIAN ELECTRONIC NETWORKING COMMUNITY
(TANZANET), First amendment 1998

PREAMBLE

REALIZING that the advancement and well-being of our country and its peoples are the sole responsibility of Tanzanians themselves;

CONSCIOUS that better and meaningful life can only be achieved through concerted struggles;

RECALLING that we have a human obligation and a social responsibility towards our people's struggles for rights, freedoms, social transformation and human emancipation;

BELIEVING that unity of our people is the key to success and to the realization of our goal of building a fair and just society;

RECOGNIZING the centrality of fundamental rights and freedoms and justice of all peoples and particularly underlining the equality of all people, men and women, young and old, able and differently abled; and shunning any form of discrimination;

AWARE of our duty to respect the rights and dignity of each other and upholding the freedom of speech and of expression while at the same maintaining the right to agree, disagree or agree to disagree in full harmony;

TAKING advantage of the possibilities provided by the advancement of mankind in science and technology and in particular in the communication field;

WE TANZANIANS of various walks of life in different parts of the world, have resolved to organize ourselves into a forum which will act as a platform for discussion and other undertakings for advancement of the welfare of our country and its people and agree to be guided by the rules and principles elaborated hereunder in this Constitution which we solemnly adopt and proclaim.

Article 1: NAME OF THE ORGANIZATION

The name of the Organization shall be The Tanzanian Electronic Networking Community or TANZANET hereafter referred to as the Organization.

Article 2: SEAT OF THE ORGANIZATION

2.1 The Organization shall have a secretariat, answerable to the Executive Committee on behalf of the Organization. The composition of the secretariat will be determined by the Executive Committee.

2.2 The seat of the Executive Committee shall be determined by a the executive a General Meeting of the Organization.

Article 3: OBJECTIVES OF THE ORGANIZATION

CONSTITUTION OF THE TANZANIAN ELECTRONIC NETWORKING COMMUNITY
(TANZANET), First amendment 1998

3 (1). TANZANET is a mailing list whose primary objective is to provide a forum for information exchange among Tanzanian nationals and other interested persons through various mode of communication including the world-wide Internet. Discussions in the forum shall be open and not restricted to any particular subject or topic, but strong emphasis shall be placed on issues related to the enhancement of the quality of life of Tanzanians.

3 (2). TANZANET is a free and neutral group with no bias against/towards any political, or religious organization. In the course of discussions, the views expressed shall be deemed to be of those individual members who air and subscribe to them and not necessarily those of TANZANET as an Organization.

3 (3). The Organization will seek to encourage freedom of speech allowing members of TANZANET to agree, disagree or agree to disagree in full harmony to express their opinions without fear of any form of harassment.

3 (4). Thus, the Organization shall endeavor to:

(a) maintain a neutral status with no affiliation to any political, religious or social group or organization;

(b) promote the general advancement of information technology and its applications in all academic, commercial and other fields in Tanzania in particular, and Africa in general;

(c) promote open discussions and facilitate exchange of ideas on policies, decisions and actions of direct impact to the lives Tanzanians in general.

(d) facilitate the exchange of information and ideas on various topics, through research, meetings, exhibitions, publications; by establishing a library, a central maintaining computer network bulletins and by any other such media that may prove effective for the purpose of this objective.

(e) promote training in various information exchange, information technology and co-ordinate commercial as well as research and development efforts;

(f) establish standards of professional competence and practice of information technology;

(g) establish and develop branches of the Organization and any other such subsidiary bodies as may from time to time prove desirable for the advancement of goals and mission of TANZANET;

(h) affiliate or associate with any organization to be found in any part of the world having objectives similar, in whole or in part, to those of the Organization, such that the affiliation is beneficial to the Organization.

Article 4: MEMBERSHIP OF THE ORGANIZATION

4 (1) TYPE OF MEMBERSHIP

Membership to the Organization shall be drawn from:

(A) INDIVIDUALS

(a). Interested Tanzania Nationals;

(b). Nationals of other states who are interested and committed to the welfare of Tanzania and Tanzanians;

and

CONSTITUTION OF THE TANZANIAN ELECTRONIC NETWORKING COMMUNITY
(TANZANET), First amendment 1998

(B) INSTITUTIONS

(a). Institutions interested in furthering the interests of the Organization.

4 (2). Membership fees:

(a) INDIVIDUALS

Members of the Organization will be required to pay the following types of fees:

- (i). Entry or Registration fee;
- (ii). Annual subscription fee; and
- (iii). Re-admission fee after expulsion
- (iv). Any other fees which might become necessary or due for the purposes of running of the Organization as the Executive Committee may propose and direct.

(b) INSTITUTIONS

The rates of the various fees shall be recommended by the Executive Committee to the Annual General Meeting of the Organization which will set the same.

(c) In the event that, a member, joins the Organization, and pays the entry and annual subscription fee three months (or less) before that year ends, such a member, will have the right to participate in debates/discussion and have access to information. However, he will become an effective member and have rights to vote, apply for candidacy, be elected and participate in deliberations from beginning of the following year.

(d). The fees may be reviewed from time to time as the situation necessitates.

(e). Mode of payment of fees and annual subscriptions and its procedures including the roles to be played by Regional representatives will be determined by the Executive Committee and Finance Sub Committee in accordance with the directions made by members in the Annual General Meeting or/and the Special Meeting.

(f). The Executive Committee shall have the power to vary or exempt fees and annual subscriptions to particular members or group of members, If by doing so the interest of the Organization will be served. The decision will uphold until the Annual General Meeting and/or the Special Meeting decides otherwise.

4(3). Rights of Members

(a). All members of the Organization shall have the following rights:

- (i). to participate fully in the debates and other undertakings and affairs of the Organization including having access to the facilities procured and run by or under the auspices of the Organization;
- (ii). to vote, in relation to election of officers of the Organization;
- (iii). to apply for candidacy and be elected to any office of the Organization;
- (iv). to participate in the deliberations of the meetings of the Organization.
- (v). to safeguard, respect, and abide by the Constitution

4 (4). Obligations of Members

(a). Every member of the Organization shall have the following obligations:

CONSTITUTION OF THE TANZANIAN ELECTRONIC NETWORKING COMMUNITY
(TANZANET), First amendment 1998

- (i). to participate in activities that this Constitution requires him/her to do;
- (ii). to protect the integrity and reputation of the Organization;
- (iii). to pay the fees as provided in this Constitution and as may from time to time be determined by the Executive Committee endorsed by the General Meeting;
- (iv). to deal justly and faithfully with other members of the Organization.
- (v) to vote in the general election and any other type of voting; and endorse any recommendation made by bodies according to this Constitution

4 (5) Termination of Membership

(a). Membership to the Organization may terminate through any of the following grounds:

- (i). Resignation;
- (ii). Suspension;
- (iii). De-registration (Expulsion); or
- (iv). Death of a member.

(b). Upon resignation, suspension or expulsion, membership privileges such as receipt of newsletters and any resources accessible for purposes of membership shall be withdrawn forthwith.

(c). Any member desiring to resign from the Organization shall submit his/her resignation to the Secretary and System Administrators. As a matter of courtesy the resigning member can explain the reason(s) for resignation if s/he thinks doing so will be in the interest of the Organization. The resignation shall formally be effective upon its receipt.

(d) The TANZANET shall have and maintain a list of netiquettes, and the Board shall have power to suspend a member from his/her membership, on the grounds that his/her conduct is against the netiquettes and has adversely affected the reputation and/or dignity of the Organization, and/or she/he has contravened any of the provisions of the Constitution of the Organization.

(e). Any member may be expelled from the Organization if

(i) the Executive Committee so recommends

(ii) and if 2/3 majority of paid up members who participate in the voting exercise, shall resolve that such a member should be expelled on the grounds that his/her conduct has adversely affected the reputation and/or dignity of the Organization, or that she/he has contravened any of the provisions of the Constitution of the Organization.

(iii) The Board shall have power to suspend a member from his/her membership until the next General Meeting of the Organization, where 2/3 majority of paid up members who participate in the voting exercise, shall approve that such a member be expelled.* Notwithstanding such suspension a member whose expulsion is proposed shall have the right to address the Executive Committee or the General Meeting at which his/her expulsion is being considered.

(f) Expelled and/or suspended members shall be accorded an appeal recourse in which an ad-hoc committee drawn from the membership other than the Executive and any officials of the Organization, shall review the expulsion and/or suspension and recommend upholding or nullifying the expulsion and/or suspension. Failure to uphold the expulsion and/or suspension will require a review of the matter by the next General Meeting for further vote. The resulting recommendation of the General Meeting shall be final and members involved shall be bound by this decision. Such a decision will require passing by 2/3 majority of the paid up members who participate in the voting exercise,.

CONSTITUTION OF THE TANZANIAN ELECTRONIC NETWORKING COMMUNITY
(TANZANET), First amendment 1998

(g). A member who has been expelled may re-apply for re-admission after a period of not less than three months and will need to satisfy the Administration Sub-Committee that the reason(s) for expulsion no longer hinder his/her membership in the Organization. The Administration Sub-Committee reserves the right to uphold continued expulsion for no more than three times made after twelve months each, after which the matter will be referred to the Executive Committee for another vote in the General Meeting. In any event, suspended members can apply for review of their cases after six months starting at the date of suspension.

(h). Any person who resigns or is expelled from the Organization shall not be entitled to a refund of his/her subscription or any part thereof or any kind of fees contributed by him/her at any time. On application and re-admission, such a member shall pay subscription and/or any other she/he might be owing the Organization.

(g). Any member who falls into arrears with his/her subscription for one year shall automatically cease to be a member of the Organization and his/her name shall be struck off the master list of registered members. The Executive Committee may, however, at its discretion, reinstate such member upon payment of the total amount of outstanding subscription.

Article 5: MANAGEMENT OF THE ORGANIZATION

5 (1). The Organization shall be managed by an Executive Committee whose composition consist of:

Chairperson
Vice Chairperson,
Secretary
Vice Secretary
Treasurer
Vice Treasurer
Chairperson Administration committee
Chairperson Technical Networking, Research and Development
Chairperson Editorial Committee
Legal advisor
System Administrators

5 (2) With the exception of the Legal Advisor and System Administrators, Members of the Executive Committee shall be elected in the General Meeting, unless situation stipulated in section 6(7) below occurs.

5 (3) The Executive Committee shall be assisted by the following Sub-Committees;

(i) Administration (The members of which will be nominated by the chairperson and their names approved by the Exec Committee)

(ii) Finance and Representation (to be chaired by the Treasurer; and members of which will be composed of TANZANET representatives elected during the General Meeting)

(iii) Technical Networking, Research and Development (Membership to be composed of System administrators and three other members to be nominated by the chairperson of this committee)

CONSTITUTION OF THE TANZANIAN ELECTRONIC NETWORKING COMMUNITY
(TANZANET), First amendment 1998

(v) Editorial (The members of which will be nominated by the chairperson and their names approved by the Exec Committee)

5 (4) Sub-Committee shall consist of a minimum of 4 and a maximum of 6 members who shall be nominated, as described above.

6 (5) All office bearers shall hold office from the date of election or nomination until the following Annual General Meeting.

5(6) Any office bearer who ceases to be a member of the Association shall automatically cease to be an office bearer thereof.

5 (7)

a: Office bearers may be removed from office in the same way as is laid down for the expulsion of members in section 5 (5) and vacancies thus created shall be filled by persons elected at the Executive Committee meeting resolving the suspension. The persons so elected to fill the vacancies shall hold office, in acting capacity, until the following General Meeting.

b: Office bearers may be removed from office when the members feel that the officer has failed to perform his/her duties satisfactorily. Members can do so by requesting a Special General Meeting in which a "Vote of no confidence" will be decided by 2/3of the participating members.

Article 6. DUTIES OF THE OFFICE BEARERS

6 (1). The Chairperson shall, unless prevented by illness or other sufficient cause, preside over all meetings of the Executive Committee and all General Meetings. She/he shall represent the Organization and the Executive Committee in all matters of the Organization provided she/he acts within the guidelines and regulations of the Organization as stipulated in this Constitution.

6 (2). The Vice-Chairperson shall perform any duties of the Chairperson in his/her absence and carry out any other duties assigned to her/him by the Chairperson and/or the Executive Committee. He/she shall be responsible for the day to day co-ordination of the activities of the Sub-Committees, other than the Executive Committee, on behalf of the Executive Committee.

6 (3). The Secretary shall deal with all correspondence of the Organization under the general supervision of the Executive Committee. In cases of urgent matters where the Executive Committee cannot be consulted, she/he shall consult the Chairperson or, if not available, the Vice-Chairperson. The decisions reached shall be subject to ratification or otherwise at the next Executive Committee meeting. She/he shall issue notices convening all meetings of the Executive Committee and all General Meetings of the Organization and shall be responsible for keeping minutes of all such meetings and for the preservation of all records of proceedings of the Organization and of the Executive Committee. The Secretary shall be responsible for the administration of the Organization's Secretariat unless stated explicitly by the Executive Committee. He/she shall be responsible for all publicity for the Organization in consultation with the Executive Committee.

6 (4). In the absence of the Secretary, the Assistant Secretary shall perform all the duties of the Secretary and such other duties as shall be assigned to him/her by the Secretary or Executive Committee, whether the Secretary is present or not.

CONSTITUTION OF THE TANZANIAN ELECTRONIC NETWORKING COMMUNITY
(TANZANET), First amendment 1998

6 (5). The Treasurer shall have the overall duty of managing the finances and assets of the Organization in consultation with and under the direction of the Executive Committee. In addition, the Treasurer will have the following functions:

- (a). to receive and disburse, all monies belonging to the Organization and shall issue receipts for all monies received by him/her and preserve vouchers for all monies paid by him/her.
- (b). to keep proper books of account of all monies received and paid by the Organization.
- (c). to make available when required for inspection all financial records of the Organization.
- (d). to maintain membership records.
- (e). to prepare a budget for the Organization;
- (f). to identify sources of finance from within and outside the Organization.
- (g). to coordinate all budgets prepared by other Committees.
- (h). to organize and co-ordinate fund raising events as and when necessary for purposes of raising funds for the Organization.

6 (6). The Assistant Treasurer shall perform such duties as may be specifically assigned to him/her by the Treasurer or by the Executive Committee and in the absence of the Treasurer shall perform the duties of the Treasurer.

6 (7). The Legal Advisor shall advise the Executive Committee on all legal issues pertaining to the Organization and liaise with any external parties on any legal matters that affect the Organization. The Legal Advisor shall also ensure that the Constitution is adhered to in all dealings of the Organization by offering necessary advice to all organs of the Organization including the Executive Committee, standing committees, ad-hoc committees, General Meetings, and branches.

6 (8). The Editor shall head the Editorial Committee and ensure the smooth running of its activities.

Article 7. THE EXECUTIVE COMMITTEE OF THE ORGANIZATION

7 (1). The Executive Committee shall consist of all the office bearers of the Organization and chairpersons of the committees; such members shall hold office until the following Annual General Meeting after their election to office. The Executive Committee shall be responsible for the smooth running of the organization and at times have the power to make decision on behalf of the Organization as per the provisions, without convening a general or an extraordinary Meeting. The Executive Committee shall meet at such times and places as it shall resolve but shall meet not less than once in any three months.

7 (2). The Executive Committee shall have the power to co-opt up to three persons who, in its opinion, would benefit the deliberations of the Executive Committee. Co-opted persons shall not have the right to vote in the Executive Committee.

7 (3). Any vacancies for members of the Executive Committee caused by death or resignation or expulsion or any other reason shall be filled by the Executive Committee until the next Annual

CONSTITUTION OF THE TANZANIAN ELECTRONIC NETWORKING COMMUNITY
(TANZANET), First amendment 1998

General Meeting of the Organization. Vacancies caused by members of the Executive Committee removed from office will be dealt with as provided in this Constitution.

7 (4). Any member of the Executive Committee who shall be absent from three consecutive meetings without good or sufficient cause shall be deemed to have resigned from the Executive Committee.

Article 8. DUTIES OF THE EXECUTIVE COMMITTEE

8 (1). The Executive Committee shall be responsible for the management of the Organization and for that purpose may give directions to the office bearers as to the manner in which, within the law, they shall perform their duties.

8 (2). The Executive Committee shall decide and advice on all fiscal resources disbursed on behalf of the Organization, such disbursement shall be in accordance with the Organization's provisions. All expenditure shall be authorized by the Executive Committee except as otherwise provided in this Constitution.

8 (3). The quorum for meetings of the Executive Committee shall be no less than 2/3 (two thirds) of voting members. For electronic meetings quorum will be enumerated by the number of responses to the current issue on the Executive Committee.

8 (4). The Executive Committee and all members of the organization shall be responsible for publicizing the Organization and its activities through the Secretary who shall determine the manner in which that will be done upon consultation and approval of the Executive Committee.

Article 9. THE SUB-COMMITTEES OF THE EXECUTIVE COMMITTEE

9 (1) Administration Sub-Committee

(a) Process applications for new applicants, suspended and expelled members.

(b) Review membership requirements

(c) Manage and organize examinations periodically as may be necessary for purposes of admission into the Organization.

(d) Maintain the quality of Net presentations and general TANZANET culture, as well as acting as the contact point in case of member grievances or other extraordinary expressions.

(e) Review and revise the constitution as and when necessary for purposes of amendments.

9 (2). Editorial Sub-Committee

(a) Edit and publish the Organization's journal in various forms (including supervision on the quality of news service provided by contractors on behalf of TANZANET).

(b) Administer an electronic bulletin for purposes of intercommunication between members. Any material contributed to the bulletin shall be deemed for publication unless the contributor expresses reservations. Such material shall be held under copyright laws, first by the contributor and then by the Organization as far as its distribution is concerned.

CONSTITUTION OF THE TANZANIAN ELECTRONIC NETWORKING COMMUNITY
(TANZANET), First amendment 1998

(c) Administer a publicly accessible site for material thought to be of interest to the public that may require to be in the public domain. Sources of such material may be the Organization's papers, members' contributions, and any other material from other sources that may be in the interest of the Organization to maintain in the public domain. Copyright laws shall apply as ion (ii) above.

9 (3). Networking, Research and Development Committee

(a). To determine and prioritize areas requiring Research and Development relevant to the Organization's objectives and where possible implement or supervise the implementation of those Research and Development programs pertinent to the causes of the Organization

(b). To make research proposals as and when necessary on behalf of the Organization.

(c). To liaise with other interested parties in Research and Development within and outside the Organization on behalf of the Organization.

(d). To institute and manage specialized technical and scientific discussion groups within the Organization for purposes of facilitating the exchange of specialized information necessary for Research and Development.

(e). To assist the Organization in the implementation of its goal of promoting the development and use of Computers and related Technology in accordance with the objectives of the Organization. In particular, to identify potential needy areas of equipment and services in computer hardware, software and networking within Tanzania. The Sub-Committee will then identify potential donor organizations within and outside Tanzania and liaise with them in order to arrange for the shipment and delivery of acquired material.

(f). Maintain a resource allocation plan based on established needs of Tanzanian Institutions.

(g). Establish and manage the Organization's Library, databases and any other Resources of the Organization.

(h). To design and promote a National Networking Grid in Tanzania.

(i). To design and promote external links that may be of interest and benefit to the Tanzania National Network.

(j). Liaise with relevant institutions such as Universities and Non-Governmental Organizations, which are interested in the Tanzania National Network for the purpose of achieving viable and robust working networking.

(k). To establish, as and when necessary, and maintain Organization's net-lists.

10 (4) Finance Sub-Committee

(a) Establish a budget for the Association and manage the Association's finances and assets, in consultation with the Executive Committee.

(b) Identify sources of finance from within and outside the Organization.

CONSTITUTION OF THE TANZANIAN ELECTRONIC NETWORKING COMMUNITY
(TANZANET), First amendment 1998

- (c) Coordinate all budgets established by other sub-committees.
- (d) Organize fund raising events as and when necessary for purposes of raising funds for the Organization.
- (e) Propose and determine the rates of admission and annual fee of the members in the Organization in collaboration with the Executive Committee

Article 10. MEETINGS OF THE ORGANIZATION

10 (1). TYPES OF MEETINGS

- (a). There shall be the following types of Meetings:
 - (i). Physical
 - (ii). Electronic
 - (iii). Tele-conferencing
 - (iv). A Combination of any of the above.

10 (2). FORMS OF MEETINGS

- (a) There shall be the following forms of meetings:
 - (i). Annual General Meeting
 - (ii). General Meeting
 - (iii). Special or Extra-Ordinary Meeting
- (b). The Annual General Meeting (AGM) shall be the ultimate authority of the Organization to which all organs of the Organization shall be answerable to.
 - The AGM shall be convened by electronic and postal mail following the guidelines below in such a manner that enough time will be allowed for members to participate in the discussion.
 - The Annual General Meeting shall be held during the month of October or January each year which will mark the end of the organization's Financial Year.
 - Notice in writing of such Annual general meeting, accompanied by the annual statement of account from the treasurer, the Chairperson's annual report and the agenda for the meeting shall be sent to all members not less than 21 days before the day of the meeting.
- (c). The agenda for the Annual General Meeting shall consist of the following:-
 - (i). The Chairperson's Annual Report.
 - (ii). Consideration of the accounts.
 - (iii). Election of the Office Bearers and Committee Members, when that is due.
 - (iv). Appointment of Auditors.
 - (v). Such other matters as the Board may recommend or as to which notice shall have been given by a member or members to the Secretariat.
- (d) A special General Meeting may be called at any time, for any specific purpose by the Board. Appropriate Notice in writing of such meeting shall be sent to all members no less than twenty one

CONSTITUTION OF THE TANZANIAN ELECTRONIC NETWORKING COMMUNITY
(TANZANET), First amendment 1998

(21) days before the date thereof, in the Organization's journal, by Post, and where practical by press advertisement and/or electronic mail.

(e) A special General Meeting may also be requested for a specific purpose by order in writing to the Secretary of not less than 12 paid up members; and such meeting shall be held within 42 days of the date of the receipt of the notice by the Secretary. The notice for such meeting shall be as shown in rule 9(b), and no matter shall be discussed other than that stated in the requisition.

(f) Quorum for General Meetings shall be 50% of the registered voting members of the Organization. A tally of the participating members shall be taken at the end of the discussion period by the Secretary and be reported to the general membership before any vote is taken on an issue. In the absence of a quorum the Annual General Meeting will be postponed for a further 28 days and the number of additional members present for the extended discussion plus those who previously contributed to the first call of the meeting shall constitute the quorum.

10 (3). Procedure at Meetings

(a). At all meetings of the Organization the Chairperson, or in his/her absence, the Vice-Chairperson, or in the absence of both these officers, a member selected by the meeting shall preside.

(b). All decisions and/or resolutions at the meetings including, election of office bearers, Trustees, shall be decided by secret ballot. In case of equality of votes, the Chairperson shall have a second or casting vote. However, should need arise, a majority of members at the meeting can vote by a show of hands.

(c). Provided that authenticity can be verified, bona fide members of the Organization not present at the General Meetings can participate in the Organization's electoral process. They can vote for office bearers and resolutions on the agenda by suitable means such as electronic mail and/or original ballot. Such ballots/mail must reach a designated returning officer not later than one day before the General Meeting and will be made part of the voting and/or resolution passing process but will not be made public prior to the commencement of these processes. Like any other ballots in the electoral process, these ballots/mail "votes" will be open to verification during the voting/resolution passing exercise.

Article 11. NOMINATIONS

11 (1). Nomination forms shall be sent to all paid-up members eight weeks before the Annual General Meeting along with the list of all fully paid up members.

11 (2). Nominations for Board membership and all office bearers shall be made to the Secretary 28 days (4 weeks) before the General Meetings.

11 (3). Nomination for a position must be proposed by one fully paid-up member and seconded by at least two fully paid-up members of the Organization and, should be made on the proper nomination forms; no other nomination forms, other than the Organization's original forms shall be acceptable for nomination.

11 (4). In the absence of nomination for officers, nominations may be taken on the floor at the Annual General Meeting. Candidates will be proposed and seconded accordingly.

CONSTITUTION OF THE TANZANIAN ELECTRONIC NETWORKING COMMUNITY
(TANZANET), First amendment 1998

11 (5) Candidates for election and electoral process

11 (6) Electoral Committee

11 (7) Election Results and Appeal Procedures

Article 12. FINANCIAL MATTERS

12 (1). The sources of revenue of the Organization shall be:

- (a). Membership fee;
- (b). Annual subscriptions by members;
- (c). Any finance-generating activities of the Organization;
- (d). grants, gifts and donations from any sources including private individual persons, companies and any other private or public institution within or outside Tanzania.

12 (2). The funds of the Organization may only be used to carry out the aims and objectives of the Organization.

12 (3). All financial resources and funds due to the Organization shall be received by and paid to the Treasurer or his/her appropriate appointees such as regional representatives and shall be deposited by him/her in the name of the Organization in any bank or banks nominated by the Finance Committee and approved by the Executive Committee.

12 (4). No payments shall be made out of the bank account without a resolution of the Executive Committee authorizing such payments and all cheques on such bank account shall be signed by the Treasurer .

However, at least two other office bearer's of the Organization who shall be appointed by the Executive Committee and not necessarily resident in the same country as the Treasurer shall give written authorization for the writing of the checks.

12 (5). A sum not exceeding US \$150.00 may be kept by the Treasurer for petty disbursements, of which proper account shall be kept. Approval of such disbursements must be made by at least three members of the Executive Committee among whom one of them must be either the Chairperson, Secretary or Treasurer.

12 (6). The financial year of the Organization shall be from 1st January to 31st December.

12 (7). The Executive Committee shall, with the approval of the General Meeting, make rules and regulations for the better management and control of the finances of the Organization.

Article 13. AUDITOR

13 (1). An auditor shall be appointed for the following year by the Annual General Meeting. All the Organization's accounts, records and documents shall be open to the inspection of the auditor at any time. The Treasurer shall produce an account of his/her receipts and liabilities made up to a date which shall not be less than six weeks and not more than three months before the date of the Annual General Meeting. The Auditor shall examine such annual accounts and statements and either certify that they are correct, duly vouched and in accordance with the law, or report to the Organization in what respect they are found to be incorrect, unvouchable or not in accordance with the law.

CONSTITUTION OF THE TANZANIAN ELECTRONIC NETWORKING COMMUNITY
(TANZANET), First amendment 1998

13 (2). A copy of the auditor's report on the accounts and statements together with such accounts and statements shall be furnished to all members at the same time as the notice convening the Annual General Meeting is sent out. An auditor may be paid such honorarium for his/her duties as may be resolved by the Annual General Meeting appointing her/him.

13 (3). No Auditor shall be an office bearer or a member of the Board of the Organization.

Article 14. INSPECTION OF ACCOUNTS AND LIST OF MEMBERS

14 (1). The books of accounts and all documents relating thereto and a list of members of the Organization shall be available for inspection at the registered offices of the Organization by any officer or member of the Organization on giving not less than twenty one (21) days notice in writing to the Treasurer.

14 (2). Copies of these documents may also be sent to paid up members upon payment of shipping and handling fees as determined by the Treasurer.

Article 15. INDEMNITY

Provided that a paid up member is acting on behalf of the Organization, and provided that such action is authorized by the Constitution and regulations of the Organization, and provided that such action is deemed responsible within the regulations stipulated in this Constitution, and provided such action is not ill-intentioned to cause damage, injury, liability and/or disrepute to the Organization, she/he shall not be personally liable to damage, injury, liability and/or disrepute brought to the Organization as a result of such action.

Article 16. BRANCHES OF THE ORGANIZATION

16 (1). Branches of the Organization may be formed with the approval of the Board.

16 (2). The Board in consultation with the membership and its Committees shall establish a minimum number of members in any country or region who can constitute a viable branch.

16 (3). A maximum of 40% of the annual subscriptions contributed by members to the branch may be retained by the branch for the day to day running of its affairs. The rest of the money shall be remitted to the Treasurer of the Organization. Should a Branch's financial requirements go beyond the retained sum, they can apply to the Organization for more financial allocation which will be commensurate to the expressed need and subject to the availability of funds. The Board will be responsible for approval for s h allocations.

16 (4). Branches may determine and carry out projects and fund raising activities as may be determined by their various Governing Committees. However, all such activities must be approved by the Board of the Organization and will be coordinated by the Treasurer on behalf of the Board.

16 (5). Branches can organize and carry out activities relevant to the objectives of the Organization with the approval of the Board. All such activities (except for fund raising ones) will be coordinated by the Vice-Chairperson of the Organization on behalf of the Board.

Article 17. THE TRUSTEES OF THE ORGANIZATION

17 (1). There shall be Trustees of the Organization whose number shall not be less than two and shall not exceed four.

CONSTITUTION OF THE TANZANIAN ELECTRONIC NETWORKING COMMUNITY
(TANZANET), First amendment 1998

18 (2). Trustees shall be appointed by the General Meeting of the Organization on recommendation of the Board.

17 (3). Trustees shall be drawn and appointed from Tanzanians interested and committed to the operation, welfare and functioning of the Organization and continuation and direction of the affairs of the Organization. They should be people of high calibre, high moral standing, known for their neutrality and/or impartiality and whose judgement can be relied on.

17 (4). The Trustees shall be expected to provide guidance to the Board and to the Organization in general at all times and in particular in times of crisis.

17 (5). The Trustees shall, on behalf of the Organization own and ensure the proper management of all the property of the Organization, movable and immovable including real estates and financial resources, inspect any deeds, agreements and any other legal instruments related to any property of the Organization, for the purposes of ensuring their authenticity and security.

17 (6). In the event of dissolution of the Organization the Trustees shall be responsible for overseeing the smooth disposal of the Organization's assets, settling the liabilities, and ensuring that any net proceeds are disposed of in accordance with the objectives of the Organization. Such net proceeds can be channeled into projects, causes, ventures that the Board recommends as being appropriate, provided such projects, causes, ventures are not intended for the profit of former members or any other person(s).

17 (7). Trustees shall serve in that capacity for a period of five years. They may be re-appointed.

17(8). The Trustees shall, collectively and individually, be accountable to the General Meeting.

17(9) Any or all Trustees may be removed from office when the members feel that the officer has failed to perform his/her duties satisfactorily. Members can do so by requesting a Special General Meeting in which a "Vote of no confidence" will be decided by 2/3 of the participating members.

Article 18. LEGAL STATUS OF THE ORGANIZATION

The Organization shall be a legal person with the capacity to own and dispose of property, to sue or be sued in its own name and to enter into any legal relations.

Article 19. AMENDMENTS TO THE CONSTITUTION

19 (1). Amendments to the Constitution of the Organization may be proposed by any member at any time.

19 (2). The proposed amendment will be tabled for discussion by members if at least one other member has seconded it. However, the amendment can only be effected upon approval by simple majority of paid up members of the Organization either at a General Meeting or via some acceptable voting method.

19 (3). All voting shall be by secret ballot. In the case where alternative means of voting (such as electronic mail) is used not less than two returning officers will be designated for the ballot.

Article 20. INTERPRETATION OF THE CONSTITUTION

CONSTITUTION OF THE TANZANIAN ELECTRONIC NETWORKING COMMUNITY
(TANZANET), First amendment 1998

For the purposes of the interpretation of this Constitution, the competent organ shall be the General Meeting, whose decision shall be binding upon all organs and members of the Organization.

Article 21. DISSOLUTION OF THE ORGANIZATION

21 (1) The Organization shall not be dissolved except by a resolution passed at a special General Meeting of members by a vote of two thirds of the registered members. The quorum at the meeting shall be shown to be no less than 2/3 of the registered members. If no quorum is obtained, the proposal to dissolve the Organization shall be submitted to a further special General Meeting which shall be held one month later. Notice of the meeting shall be given to all members of the Organization at least 14 days before the date of the meeting. The quorum for second meeting shall be the number of discussants at the previous meeting plus those present for the second meeting. For the Organization to be dissolved, the resolution shall pass with at least 2/3 of the said quorum for this meeting.

21 (2) Provided the dissolution of the Organization has been approved by the membership, no further action shall be taken by the Board or any office bearer of the Organization in connection with the aims of the Organization other than to get in and liquidate for cash all assets of the Organization. Subject to the payment of all dues of the Organization and the laws pertaining to the dissolution in the country in which the Organization is incorporated, the balance thereof shall be resolved by the meeting at which the resolution for dissolution is passed.

Article 22. RULES

The Annual General Meeting shall have the powers to make and adopt Rules from time to time for the purposes of regulating the activities of the Organization.

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