



# **TANZANIA LOGISTICS AND TRANSPORT ASSOCIATION - TALTA**

## **THE CONSTITUTION**

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## **LIST OF ABBREVIATIONS**

AGM	Annual General Meeting
CPA	Certified Public Accountant
NBAA	National Board of Accountants and Auditors
SGM	Special General Meeting
TALTA	Tanzania Logistics and Transport Association

## **PREAMBLE**

**MINDFUL** of the fact that logistics and transport professionals are a prerequisite for facilitation of a regional and global economic growth and development, improvement of quality of life and social interaction of citizens within countries, regions and internationally;

**RECOGNISING THAT** United Nations Conference on Trade and Development (UNCTAD) in 2018 observed that maritime transport sector plays a critical role in facilitating global economy as it carries about 80 per cent of global trade by volume and over 70 per cent of global trade by value;

**NOTING THAT** what is carried by maritime transport has to be complimented by other modes of transport in order for the cargo to reach its final destination cost-effectively, timely and safely through logistics and transport professional handling;

**DETERMINATION OF** logistics and transport professionals to support the Government in its endeavour to establish seamless, viable and sustainable logistics and transport systems within the country and with neighbouring countries through researches, studies and intellectual recommendations with a view of promoting convergence and compatibility with regional and global logistics and transport trends;

**MINDFUL** of the fact that logistics and transport infrastructure, equipment, human resources, technology and services represent the collective patrimony of the country and comprise assets of significant strategic value which needs professional and skilled logistics and transport management;

**WISHING** logistics and transport professionals to contribute to the harmonious, vibrant, balanced, equitable and sustainable development of United Republic of Tanzania;

**NOTING THAT** logistics and transport human resource capacity is an essential pre-condition for enabling seamless logistics and transport to adequately support countries, regions and international socio-economic growth;

**RECALLING** the lubricative function of the logistics and transport in facilitating socio-economic development of other sectors;

We Logistics and Transport professionals, do ordain and establish this Constitution for Logistics and Transport Association of United Republic of Tanzania, this day of ....., ....., 2023 as hereunder outlined:

## 1.0 ARTICLE I: INTERPRETATION OF TERMS

**Association:** Is a group of people organized for common purpose and interest, and in this context, it refers to Tanzania Logistics and Transport Association (TALTA).

**Auditor:** Means the person appointed or elected by the Board of Trustees to act for and on behalf of the Association to review and verify the accuracy of financial records.

**Board of Trustee:** Means person or group of individuals appointed or elected by the Executive Committee and approved by AGM to preside over Association, govern and manage the asset of the Association, protect and to oversee the interest of the Association.

**Chapters of Association:** Means main divisions of members in the Association. These include women, military, graduates and students chapters each described as follows:

- (i) **Women Chapter:** A chapter in the Association that will be a tool to foster, develop, harmonisation, encourage and empower women in transport and logistic sector.
- (ii) **Military Chapter:** A chapter in the Association that will be used to foster and impact development of Logistics and Transport in the civil societies.
- (iii) **Graduate Chapter:** A chapter in the Association that will be used to bring together Logistics and Transport graduates in order for them to share knowledge and experiences and pass them over to the society at large.
- (iv) **Students Chapter:** A chapter in the Association that will bring together Logistics and Transport students from all training institutions in Tanzania to share knowledge and experiences from one another and get opportunities of learning from senior professionals on matters related to the objectives of the Association.

**Executive Committee:** Means the supervisory body of the Association comprised of President, Vice President, Secretary General, Deputy Secretary General, Treasurer and Chairpersons of Chapters of the Association as appointed by AGM or SGM.

**Logistics:** Means the management of transportation of goods and people from one place to another. It involves all actions in the movement of passengers as well as products including their storage.

**Membership:** Means a status of person to become a member of the Association and who have duly acquired membership status by paying

entrance fees and subscription fee of the Association, it denotes also who holds either a Full, Affiliate, Associate or Honorary membership.

**President:** Means the person duly elected by the AGM to serve for the tenure of presidency for three consecutive terms for and behalf of the Association.

**Secretary General:** Means the person duly elected by the AGM to serve for and on behalf of the Association for tenure of three years on administration matters, communication and correspondence, and to uphold the legal requirements of governing documents of Association.

**Transport:** Means the carrying of people and goods from one place to another by means of a vehicle, aircraft, ship, train, pipe or any other means.

**Treasurer:** Means a person appointed or elected by AGM/Association to administer, manage financial, assets and liabilities of the Association. Receipt, care, and disbursement of funds of the Association.

**Vice President:** Means the person duly elected to act for and on behalf of the Association for tenure of three years.

## **2.0 ARTICLE II: NAME, COMMON SEAL AND CONTACTS**

### **2.1 NAME**

**TANZANIA LOGISTICS AND TRANSPORT ASSOCIATION (TALTA)** herein referred to as the “Association”.

### **2.2 COMMON SEAL OF THE ASSOCIATION**

- (i) The Association will have its official common seal to be used in its day-to-day activities for the purposes of authenticating and executing legal documents, notices and other official publication.
- (ii) The Secretary General shall be the custodian of Common Seal of Association.
- (iii) The common seal shall not be affixed to any instrument except by the authority of the committee, any unauthorised use of common seal shall be deemed to be void.

### **2.3 CONTACTS**

#### **(i) Headquarters**

Mabibo Street Post Code No.: 16109 at the premises of the National Institute of Transport (NIT) in Dar es Salaam City.



**(ii) Address:**

Secretary General,  
Tanzania Logistics and Transport Association (TALTA),  
P.O. Box 705,  
Dar es Salaam,  
**TANZANIA.**

**(iii) Telephone Numbers and Social Media accounts:**

Mob: +255 710 700 320, 0756 448 074, 0766 495 773  
Instagram: talta\_tz, twitter: talta\_tz and facebook: talta\_tz

**(iv) Official Email Addresses:**

[taltatz0523@gmail.com](mailto:taltatz0523@gmail.com)

## **2.4 STATION OF OPERATION**

The Association shall mainly operate within United Republic of Tanzania but shall operate in other places outside the country as and when need arises.

## **2.5 CUSTODY AND USE OF SEAL**

The Association shall have a Common Seal which shall be kept in the hands of the Secretary and shall be affixed to documents, as and when required by law or normal office use, any un-authorized usage of common seal of the Association shall be void.

## **3.0 ARTICLE III: MEMBERSHIP**

The Association shall consist of all persons who are Members of the Association at the date of its registration and all persons who may from time to time be thereafter elected, or admitted Members of the Association in accordance with the rules of this Constitution. It should be known that Membership of the Association is personal, non-transferable and non-inheritable.

### **3.1 TYPES OF MEMBERSHIP**

Membership of the Association shall be of four categories:

- (i) Full membership
- (ii) Affiliate membership
- (iii) Associate membership
- (iv) Honorary membership

### **3.1.1 Full Membership**

- (i) A full member shall be a citizen of Tanzania and the resident of United Republic of Tanzania.
- (ii) He/She shall have the right to present proposals for discussion in the Associations meeting.
- (iii) He/she will have the right to be voted and be entitled to hold office in the Association if elected.
- (iv) A full membership shall be open to all sympathizers of the Association and such other individuals who are interested in participating in achieving TALTA objectives.

### **3.1.2 Associate Membership**

- (i) Shall be one who qualify to be a full member except for the fact that their residence is outside Tanzania.
- (ii) His privilege remains those of full a member provided that he/she shall not be able to hold the office in the association for the period he/she retain his/her residence outside Tanzania.
- (iii) A full member leaving Tanzania for the period of more than one year shall automatically be considered as an Associate member until when him/her returns and his/her subscriptions shall be adjusted accordingly.

### **3.1.3 Affiliate Membership**

- (i) Shall be the one who is a citizen and resident of United Republic of Tanzania undergoing a recognized training in logistics and transport studies of either a basic certificate or Diploma/Degree or above.
- (ii) He/She shall have the right of a full member and shall have the right of voting and be elected to hold office.
- (iii) Shall be open to any other properly registered Associations and voluntary social agencies engaged in transport and logistics industries (institutions, companies and individuals).

### **3.1.4 Honorary Membership**

- (i) Shall be restricted to individuals with outstanding contributions to the Association. Such a person shall be nominated by the Executive Committee and ratified by the Board of Trustees.
- (ii) The Honorary member shall be exempted to pay fees and subscriptions but may present a proposal for discussion at the Association meetings.
- (iii) He/She will not have voting rights.

## **3.2 BASIC MEMBERSHIP CONDITIONS**

- (i) Any Tanzanian holding a basic Technician Certificate in Logistics and Transport studies and any related studies from any recognized training institution within and outside the country and above OR scholar attending similar course can be a member of the Association.
- (ii) A member is admitted after submitting to the Association an official application form, completed and signed, and after paying the subscription fee and annual fee due for the current year and associated expenses.
- (iii) Fulfil all other basic requirements as prescribed in this Constitution.

## **3.3 RIGHTS AND OBLIGATIONS OF A MEMBER**

### **3.3.1 Rights of a Member**

- (i) Participate fully in the proceedings and activities of the Association.
- (ii) Elect or be elected to any organ of the Association.
- (iii) Make use of the facilities of the Association as shall be prescribed from time to time by the Executive Committee.
- (iv) Express their opinions in any proper manner.
- (v) Be elected or nominated as representative in any of the Association's undertaking.
- (vi) Be registered in the Register of the Association.
- (vii) Vote out corrupt people before the end of their term of office.

### **3.3.2 Obligations of a Member**

- (i) Meet their financial obligations as shall be determined from time to time by Association's Regulation approved by the AGM.
- (ii) Be registered in the Register of the Association.
- (iii) Be tolerant and accept other members' divergent views.
- (iv) Pay annual, subscription fees and other payment as may be directed or directed by the Association.
- (v) To support and make sure the objectives, mission and vision of the Association are fulfilled.

### **3.4 APPLICATION AND CESSATION OF MEMBERSHIP**

#### **3.4.1 Application for Membership**

- (i) Application for membership shall be addressed to the Secretary General who will be responsible to present the names of applicant(s) to the Executive Committee for consideration.
- (ii) The Executive Committee shall vote on the individuals' application for acceptance and the Chairperson presiding all the casting votes.
- (iii) The applicant once rejected for the reason other than fulfilling the requirement in 2.1 shall not be reconsidered for at least 6 months after his/her rejected application.
- (iv) The Secretary General shall advise the applicant and the next AGM of the decision of the Executive Committee.
- (v) The AGM (or Special General Meeting – SGM) shall question the decision of the Executive Committee on acceptance or rejection of a particular applicant. If satisfactory reasons are not given to the AGM/SGM, the matter shall be voted on. The majority vote shall be the final decision on the matter.
- (vi) Provided that the applicant member is fulfilling the above conditions shall automatically be accepted as a member after payment of the entrance fee, subscription and agree to the terms and conditions of this Constitution.

#### **3.4.2 Cessation/Withdrawal of Membership**

- (i) TALTA may by a resolution of the AGM/SGM withdraw temporarily or permanently membership of any member if the conduct of such a member damages the dignity and reputation of the Association, and deemed averse to the smooth running of the Association.
- (ii) A member may resign by writing to the Secretary General but shall not be entitled to a refund of any money paid to the Association or any service rendered to the Association prior to his/her resignation.
- (iii) The Association shall reserve the right to demand any sums dues from a resigning member till the time of resignation by virtue of his being a member and/or dues of holding the offices in the Association.

- (iv) Such resigned member, unless prosecuted for dues, shall have the right to reapply for membership as in 2.4 above provided his/her outstanding debt shall have been paid.
- (v) The member who shall be in arrears of subscription for a period of more than one year shall be notified by the Treasurer and failure to clear the debt within twelve (12) months, shall be deemed to have resigned from the date of notification by the Treasurer.

#### **4.0 ARTICLE IV: VISION, MISSION AND OBJECTIVES**

##### **4.1 VISION**

***“A leading and sustainable logistics and transport association in the region that meet international standards”.***

##### **4.2 MISSION**

***“To manage Logistics and Transport professionals through well-structured guidelines and standards for supporting socio-economic development whilst safeguarding the environment.”***

##### **4.3 OBJECTIVES**

Based on the Vision and Mission above, objectives of the Association are:

- (i) Bringing together logistics and transport professionals under one umbrella to share knowledge, experiences and skills with a view of enhancing competences and service provisioning standards.
- (ii) In line with the Government policy framework in logistics and transport field, the Association will bring together stakeholders of the field in exchanging ideas with relevant associations, organizations within Tanzania and outside our borders.
- (iii) Increasing networking of logistics and transport professionals through various platforms like meetings, seminars, researches, publications and online.
- (iv) Offering professional advice to logistics and transport organizations, training institutions or individuals on relevant matters when called upon for such advice.

## **5.0 ARTICLE V: ORGANIZATION STRUCTURE OF TALTA**

### **5.1 ORGANS OF THE ASSOCIATION**

The organization structure of Tanzania Logistics and Transport Association (TALTA) shall be as follows:

- (i) AGM
- (ii) Executive Committee
- (iii) The Board of Trustees

### **5.2 THE EXECUTIVE COMMITTEE**

The Executive Committee shall be composed of the:

- (i) President
- (ii) Vice President
- (iii) Secretary General
- (iv) Deputy Secretary General
- (v) Treasurer
- (vi) Accountant
- (vii) Chairpersons of each Chapter of the Association.

The above Executive Committee office bearers shall be elected by the Annual General Meeting (AGM) except for Secretary General and Accountant who will be employees of the Association on contractual basis.

#### **5.2.1 The President**

President shall:

- (i) Be Executive Head the Association.
- (ii) Be an ex-official member of all Committees of the Association.
- (iii) Preside over meetings of the Association at all levels.
- (iv) Have a casting vote during Executive Committee meetings.
- (v) Be a part A signatory to financial transactions of the Association at any level.
- (vi) Have powers to make emergency decision on behalf of the Association in extra-ordinary circumstances when he cannot in any way consult the Executive Committee, provided such decision remain subject to approval by Executive Committee in their meeting.
- (vii) In the event of a written notice of the temporary absence of a member of the Executive Committee, he shall delegate duties of such absent member(s) to other member(s) of the executive.

### **5.2.2 The Vice President**

The Vice President shall:

- (i) Represent for the President or act as President on his/her absence.
- (ii) Be ex-official member of all Committees of the Association.
- (iii) Carry out any such duties as shall be assigned from time to time by the President and/or Executive Committee.

### **5.2.3 The Secretary General**

The Secretary General shall:

- (i) Be the Secretary to the Executive Committee.
- (ii) Shall record and keep proceedings of the said Committee meetings.
- (iii) In consultation with the President, draw up and publish agenda for the meetings of the Executive Committee, AGM/SGM and the Board of Trustees.
- (iv) Be a part signatory to all financial transactions of the Association.
- (v) Receive all correspondence of the Association and reply as appropriate.
- (vi) Keep an up-to-date register of all members and documentation of all activities of the Association.
- (vii) Be an ex-official member of all the Association's Committees.
- (viii) Compile annual reports and provide information on the state of the Association from time to time and whenever required to do so.
- (ix) Collect and disseminate information for the publication of the aims and objectives of the Association.
- (x) Shall be a full-time employee of the Association.

### **5.2.4 The Deputy Secretary General**

The Deputy Secretary General shall:

- (i) In absence of the Secretary General, the Deputy Secretary General will act all duties mentioned on 4.2.3 above.

### **5.2.5 The Treasurer**

The Treasurer shall:

- (i) Keep all the financial records and accounts of the Association.

- (ii) Be the chief custodian of the Association's property and establishments.
- (iii) Ensures budgets and monthly financial statements, income and expenditure accounts are prepared according to Association's financial rules and guidelines.
- (iv) Be principal signatory to the Association's account and other financial transactions.

### **5.2.6 The Accountant**

The Accountant shall:

- (i) Receive all subscriptions, donations and grants to the Association.
- (ii) Prepare budgets and present monthly financial statements, income and expenditure accounts and be able to provide the same within 72 hours of request by the Executive Committee through the Treasurer.
- (iii) Draw up an Annual Accounts and Balance Sheet of the Association.
- (iv) Facilitate the collection of revenue.
- (v) Submit an up-to-date list of defaulters to the Executive Committee at its regular meetings
- (vi) Send remainders regarding arrears of dues.
- (vii) Shall be a full-time employee of the Association.
- (viii) Shall be registered by the National Board of Accountants and Auditors (NBAA).

### **5.2.7 The Chairpersons of each Chapter of the Association**

The Chairpersons of each Chapter of the Association shall:

- (i) Participate in all Executive Committee (EC) meetings.
- (ii) Have voting powers regarding all issues that need the same during EC meetings.
- (iii) Two of the members be nominated as part of the signatories.

### **5.3 POWERS AND OBLIGATION OF THE EXECUTIVE COMMITTEE**

- (i) Bear collective responsibility on all matters discussed and agreed upon by the Association' AGM.
- (ii) Be responsible for the day-to-day operations of the Association.
- (iii) Implement the decisions of the AGM and Board of Trustees.



- (iv) Determine the number of representatives to any function of the Association.
- (v) Co-ordinate and control actions of all lower organs of the Association.
- (vi) Channel all incomes received from property vested in the Board to the Treasurer.
- (vii) Be consulted by the donor agencies on all matters pertaining to investment and securities.
- (viii) Have powers to co-opt any person that may be required for specific purposes.
- (ix) Have the power to discuss and recommend termination of membership of any member who will be working, has worked and will work against the aims and objectives of this Association.
- (x) The Executive Committee should meet four (4) times a year at least once in each quarter.
- (xi) Shall set salaries of the permanent employee of the Association.
- (xii) Shall set allowances of the Executive Committee which shall include, among others, sitting and travel allowances.

#### **5.4 ESTABLISHMENT OF THE COMMITTEES**

- (i) There shall be establishment of several committees as proposed by the Executive Committee and approved by the AGM or SGM.
- (ii) The Committees include the Communication, Election, Appeal, Disciplinary, Events Committees and Research and Development Committee.

#### **5.5 BOARD OF TRUSTEES**

##### **5.5.1 Appointment and Composition of the Board**

- (i) There shall be a Board of Trustees who will be proposed by the Executive Committee and approved by the AGM. The terms and conditions for members of the Board of Trustees shall be:
  - (a) TALTA President will be the Secretary of the Board of Trustee.
  - (b) The tenure of office of appointed Trustees shall be a period not exceeding three years.

- (c) A Trustee may not be eligible for re-appointment on the expiration of his/her term of office until at least a lapse of one office tenure period.
- (d) Any post occurring by resignation, disability, or death among members of the Board members shall be filled by any other member proposed by Executives Committee and approved by AGM or SGM.

### **5.5.2 Functions and Powers of Board of Trustees**

- (i) All buildings, immovable properties and all investments and securities shall vest in Board of Trustees.
- (ii) The trustees shall have a seal inscribed "**BOARD OF TRUSTEES OF TANZANIA LOGISTICS AND TRANSPORT ASSOCIATION**" and such seal shall be in the custody of chairperson of the Board of Trustees.
- (iii) The seal shall be used on exclusive matters as shall be determined from time to time by the Board of Trustees and the Executive Committee.

## **6.0 ARTICLE VI: MEETINGS**

### **6.1 THE GENERAL MEETING**

The Annual General Meeting to be held once per annum is the supreme body of the Association. However, basing on the emergency and urgency of the general meeting, there shall be a Special General Meeting (SGM) to held at any time whenever needs arise.

### **6.2 DUTIES OF THE ANNUAL GENERAL MEETING**

Duties of the Annual General Meeting shall be:

- (i) To determine general policies of the TALTA.
- (ii) To receive and consider reports on the activities of the Executive Committee and take appropriate action.
- (iii) To Establish special committees or any other body it may deem necessary and to determine their terms of references, co-ordinate their activities and consider their recommendations.
- (iv) To elect members of the Executive Committee during the AGM.
- (v) To propose Board of Trustees members.

- (vi) to approve the strategics and operational plans of the association, the budget and supervise/monitor its implementation status.

### **6.3 EXTRA-ORDINARY / SPECIAL GENERAL MEETING (SGM)**

An Extra Ordinary or Special General Meeting shall be called:

- (i) When the Executive Committee deems it necessary, or
- (ii) In case of one third (1/3) of all members of the TALTA request for it.

### **6.4 PROCEEDING AT ANNUAL AND SPECIAL GENERAL MEETINGS**

#### **6.4.1 Proceedings of Meetings**

- (i) The President of the TALTA, or in his/her absence, the Vice-President shall take the chair at every General Meeting.
- (ii) At a General Meeting a resolution put to the vote by the meeting shall be decided by a show of hands unless the members present decide by majority that voting should be by secret ballot.

#### **6.4.2 Quorum of Meetings**

- (i) The Board and Executive Committee meetings shall take place when 50% or above of the total members are present.
- (ii) The quorum of other meetings of the Association shall be 50% of the total expected members.

#### **6.4.3 Resolution of Meetings**

- (i) A resolution shall be deemed carried by a decision of a majority in its favour. However, where a resolution seeks to amend the Constitution of the TALTA, resolution shall be carried if a majority of not less than two thirds (2/3) of the members entitled to vote, support it.

#### **6.4.4 ONLINE MEETINGS**

- (i) Online meetings shall be called in cases where there is a very special and urgent matter that needs a Special General Meeting (SGM) to be called.
- (ii) Such a meeting will be called after approved by the EC and depending on the matter, has to be announced to members through group emailing and the media including but not limited to TV, radio and print media.

- (iii) Decisions in such meetings will be adopted and implemented similar to those undertaken in normal AGMs and SGMs.
- (iv) Rules governing such meetings will similar to those undertaken in normal AGMs and SGMs.

## **7.0 ARTICLE VII: SOURCES AND MANAGEMENT OF INCOME**

In order for the Association to fulfil its objectives, need for identifying its source of income is inevitable including laying ground for proper management of the resources.

### **7.1 SOURCES OF INCOME**

The following are the source of income to the Association:

- (i) Entrance fees and annual subscriptions from members.
- (ii) Donations, Gifts and Grants received from guests and trusts.
- (iii) Interest and profits accrued from the Association's property and capital investments.
- (iv) Consultation fees obtained from studies and researches undertaken on behalf of other entities.
- (v) Any other source or means approved by the Executive Committee and the AGM.
- (vi) Any income which may be generated from investments of Association.
- (vii) Funds acquired by legacy, last will and testament or codicil.
- (viii) Sponsor Money.
- (ix) Any other legal entitlement to the Association.

### **7.2 MANAGEMENT OF FUNDS**

Save as otherwise provided for in this Constitution:

- (i) The Executive Committee shall appoint the Association's Banker/Accountant and approved by AGM or SGM to serve as Treasurer.
- (ii) The Treasurer shall deposit all monies and all cheques with the aforesaid bank as soon as possible and shall only keep in his possession a limited amount of cash as shall be determined by the Executive Committee from time to time.
- (iii) The authority to expend and withdraw the Association's funds shall rest with the signatories (Treasurer (Principal Signatory), Chairperson/Vice Chairperson (Part A Signatories) and

Secretary General/Deputy Secretary General (Part B Signatories).

- (iv) For all cash, cheques and bank transactions shall be honoured after at least three signatories have signed it. However, in case the Treasurer is not available for any known reason(s) and the transaction(s) cannot wait for so long one signatory from part A and B can endorse their signatures to allow the transaction(s) to pass.
- (v) The Treasurer shall issue receipt(s) in the name of the Association, whenever he/she receives money due to the Association.
- (vi) The financial year of the Association shall run from January 1<sup>st</sup> to December 31<sup>st</sup>.

### **7.3 AUDITING OF THE ASSOCIATION'S RESOURCES**

Save as otherwise provided for in this Constitution:

- (i) An Auditor shall be appointed by the Board of Trustees and the accounts of the Association shall be audited at least once a year.
- (ii) The appointed Auditor or Audit Firm shall be registered and recognized by a professional body governing the auditors and audit firms within and/or outside the country.
- (iii) The audit shall be carried out at least within three months and not more than six months after the end of each financial year;
- (iv) The audited account and balance sheet shall be signed by the Executive Committee and presented to the AGM/SGM.
- (v) Special Audit of Account shall be conducted at any time as when need may arise.

## **8.0 ARTICLE VIII: RULES GOVERNING ELECTION OF LEADERSHIP AND VOTING PROCEDURES**

### **8.1 ELECTION OF THE EXECUTIVE COMMITTEE**

#### **8.1.1 Mandate for Electing the Executive Committee**

- (i) The Executive Committee will be elected during an AGM or SGM.
- (ii) Four members shall be appointed from among the voting members present at the AGM to count the votes.

### **8.1.2 Qualification of Executive Committee Candidates**

- (i) Must have experiences on more than five years in Logistics and Transport related matters after their graduations.
- (ii) Must be dedicated, committed and trustworthy in serving the Association and live by them.
- (iii) Must hold at least an undergraduate degree in logistics and/or transport related studies.
- (iv) For Association's Treasurer, must hold the minimum qualification for an Accountant or preferably CPA recognized by the appropriate Board of Accountants in United Republic of Tanzania.
- (v) To avoid conflict of interest, the applicant and/or leader must not hold any leadership position in any other logistics or transport related Association or Institution having similar objective with this Association.
- (vi) Must be dedicated, committed, trustworthy in serving the Association.

### **8.1.3 Election Procedure**

- (i) Every Executive Committee candidate shall be proposed by voting members of the TALTA.
- (ii) Voting shall be by secret ballot on specially provided voting papers or in a well-defined electronic voting system.

### **8.1.4 Executive Committee Office Tenure**

- (i) The Executive Committee shall hold office for three (3) years until it has handed over to the next Executive Committee elected at the subsequent AGM, but all its members shall be eligible for re-election for only one more term.
- (ii) Executive Committee members who have been in office for two back-to-back terms will be eligible for being elected after lapse of one Executive Committee office term.

### **8.1.5 Procedure for Office Hand Over**

- (i) The out-going Executive Committee shall be required to hand over the management of the affairs of the TALTA to the newly elected Committee within two weeks of the General Meeting.

## **8.2 VOTING PROCEDURES**

Voting at ES and AGM levels shall be by secret ballot on specially provided voting papers.

## **8.3 RESIGNATION OR REMOVAL OF THE EXECUTIVE COMMITTEE**

### **8.3.1 Resignation**

- (i) A member of the Executive Committee shall resign by rendering his resignation to the entire Executive Committee and members of the Board of Trustees after giving a one month written notice.
- (ii) In the event of the Treasurer resigning before his term of office has expired, the said Treasurer shall hand over a signed financial statement to the Chairperson of Board of Trustees for approval by the Board.

### **8.3.2 Removal of Executive Committee from Office**

- (i) In the event of gross misconduct of Executive Committee member or the Committee as a whole, the AGM shall take disciplinary action or remove the member or the whole Committee by tendering a vote of no confidence to be discussed in AGM/SGM.
- (ii) The member or the whole Committee shall be removed and replaced by majority of votes casted during the AGM.

## **9.0 ARTICLE IX: DISPUTE SETTLEMENTS**

- (i) Any dispute between the Parties arising out of the interpretation or implementation of this Constitution will be settled amicably through consultation or negotiation meetings between the Parties with the help of legal counsel appointed by the Executive Committee.
- (ii) In the event of non-settlement of the disputes, Annual General Meeting (AGM) shall have the powers to resolve them.
- (iii) The unsatisfied side by the decision(s) by the Annual General Meeting (AGM) may appeal to the Registrar of Societies whose decision shall be final unless a Court of Law is consulted within three months (90 Days) after the decision of the Registrar.

## **10.0 ARTICLE X: AMENDMENT OF THE CONSTITUTION**

### **10.1 TIMING OF AMENDMENTS**

Amendment of the Constitution (to all or any of the fore going articles) may be made from time to time by resolution of the AGM of the Association; Provided that: This Constitution may be amended, rescinded or added to from time to time by a Special resolution carried by not less than three quarters (3/4) majority of the Members at an Annual General Meeting or Special General Meeting.

### **10.2 PROCEDURE OF AMENDMENTS**

- (i) Ninety (90) days clear notice has to be given to members of the association, for the intention to make changes specifying the nature of amendment(s) proposed.
- (ii) Members present in person at the meeting vote in favour, then changes are passed if not it will not be passed.
- (iii) A quorum is realized.

## **11.0 ARTICLE XI: DISSOLUTION**

- (i) The Association may only be dissolved by Resolution of the AGM of the Association provided that such resolution is passed by not less than three quarters (3/4) of the members present at such a meeting, of which at least six months' written notice has been given, specifying proposal of the dissolution.
- (ii) No dissolution shall be affected without prior consent in writing from the Register of Societies which will have been obtained by application to him/her signed by three Executive Committee members with relevant minutes of the AGM attached.
- (iii) When the dissolution of the Association has been approved by the Registrar of Societies, the Executive Committee shall cease to function as stipulate in this constitution. However, the Executive Committee shall take such action as it will be necessary for liquidation of assets of the Association.
- (iv) In the event of dissolution, the assets of the Association remaining after discharging of all liabilities shall be disposed off by the Board of Trustees in such a manner as the AGM may by ordinary resolution determine.



## **12.0 ARTICLE XII: BOARD OF TRUSTEES**

There shall be a Board of Trustees comprising of not less than three members and not more than ten members.

## **13.0 ARTICLE XIII: MEETINGS PROCEDURES**

### **13.1 NOTICE OF MEETINGS**

- (i) Notice to all members and correspondence shall be duly signed and all members shall be given at least three days' notice for ordinary Executive Committee meetings.
- (ii) The notice of the meeting shall contain the agenda, agreed time and place for the meeting.

### **13.2 WAITING TIME**

A waiting period of up to thirty (30) minutes shall be allowed after which a meeting shall be adjourned if quorum is not realized.

### **13.3 VOTING POWERS**

- (i) The person presiding at any meeting of the Association shall have a deliberative vote in common with the members present, and in case of an equality of votes shall in addition have a casting vote.
- (ii) In event of the voting being equally divided for and against, the chairperson may give his casting vote. If he does not give it, a motion or amendment shall be taken as voting not held and a fresh voting sanctioned.

## **14.0 ARTICLE XIV: CHAPTERS OF THE ASSOCIATION**

### **14.1 WOMEN CHAPTER OF THE ASSOCIATION**

There shall be established women chapter of the Association which will be among other chapter of Association, the women chapter Association will be the tool to foster, develop, harmonisation, encourage and empower women in transport and logistic sector.

#### **14.1.1 Establishment of the Women Chapter**

- (i) A Women Chapter will be established under TATLA.
- (ii) It will be a non-profit organization.
- (iii) Its main objectives will be to entice women to enter the Logistics and Transport profession; foster the development of their career; facilitate their networking; and participate in Government endeavour of gender mainstreaming.

### **14.1.2 Membership of the Women Chapter**

Members of the Women Chapter shall be open to all women members of the Association who declare that they are interested in the activities of the Chapter.

### **14.1.3 Constitution and Affairs of the Women Chapter**

The Women Chapter shall be constituted and its affairs shall be conducted in accordance with regulation of the Association made from time to time.

## **14.2 MILITARY CHAPTER OF THE ASSOCIATION**

### **14.2.1 Establishment of the Military Chapter**

- (i) A Military Chapter will be established under TATLA.
- (ii) It will be a non-profit organization.
- (iii) Its main objectives will be to make use of the Logistics and Transport experiences in the military to foster and impact development of Logistics and Transport in the civil societies.

### **14.2.2 Membership of the Military Chapter**

Members of the Military Chapter shall be open to all members of the Association who are Bonafede members of the Military who declare that they are interested in the activities of the of the Chapter.

### **14.2.3 Constitution and Affairs of the Military Chapter**

The Military Chapter shall be constituted and its affairs shall be conducted in accordance with regulation of the Association made from time to time.

## **14.3 GRADUATE CHAPTER OF THE ASSOCIATION**

### **14.3.1 Establishment of the Graduate Chapter**

- (i) A Graduate Chapter will be established under TATLA.
- (ii) It will be a non-profit organization.
- (iii) Its main objectives will be to be to bring together Logistics and Transport graduates in order for them to share knowledge and experiences and pass them over to the society at large.

### **14.3.2 Membership of the Graduate Chapter**

Members of the Graduate Chapter shall be open to all Logistics and Transport graduate members of the Association who declare that they are interested in the activities of the Chapter.

### **14.3.3 Constitution and Affairs of the Graduate Chapter**

The Graduate Chapter shall be constituted and its affairs shall be conducted in accordance with regulation of the Association made from time to time.

## **14.4 STUDENTS CHAPTER OF THE ASSOCIATION**

### **14.4.1 Establishment of the Students Chapter**

- (i) A Students Chapter will be established under TATLA.
- (ii) It will be a non-profit organization.
- (iii) Its main objectives will be to bring together Logistics and Transport students from all training institutions in Tanzania to share knowledge and experiences from one another and get opportunities of learning from senior professionals on matters related to the objectives of the Association.

### **14.4.2 Membership of the Students Chapter**

Members of the Students Chapter shall be open to all student members of the Association who declare that they are interested in the activities of the Chapter.

### **14.4.3 Constitution and Affairs of the Students Chapter**

The Students Chapter shall be constituted and its affairs shall be conducted in accordance with regulation of the Association made from time to time.

## **15.0 ARTICLE XV: INDEMNITY**

The President, Vice President, Secretary General and Treasurer, Agent, Auditor and other officers of the Association shall be indemnified against any liability incurred by him in defending any proceedings, whether civil or criminal or any other act or acts done by him for and on behalf of the Association.

## **16.0 ARTICLE XVI: REGULATIONS, BY-LAWS AND INTERPRETATION**

### **16.1 REGULATIONS**

The Executive Committee shall from time-to-time review and propose Regulations, which shall be subject to approval by the AGM.

### **16.2 BY-LAWS**

- (i) The Executive Committee shall from time to time have power to make by-laws for regulating and carrying on the affairs of the Association.
- (ii) Any amendment to these by-laws can take place by a decision of the General Meeting, either on a proposal from the Executive Committee or by a written proposal requested by the members of the Association.

- (iii) The by-laws proposed to be made must not contain any provisions which deviate from or contradict the law or the constitution, unless the deviation is permitted by the law and the constitution.

### **16.3 INTEPRETATION**

The decision of the Committee on the interpretation of this Constitution or on any matters or thing not contained in this Constitution, but pertaining to the Association, its property or interests shall be conclusive and binding on all members until otherwise revoked by a General Meeting