

THE CONSTITUTION

OF

KILOMBERO VALLEY HEALTH AND LIVELIHOOD PROMOTION (KV-HELP)

JULY 2012

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TABLE OF CONTENTS

JULY 2012	i
TABLE OF CONTENTS.....	i
PART I: PRELIMINARY.....	1
ARTICLE 1: Name of the Organization.....	1
ARTICLE 2: Interpretation	1
ARTICLE 3: Preamble	1
ARTICLE 4: Registration.....	2
ARTICLE 5: Head Office	2
ARTICLE 6: Area of Operation	2
PART II: VISION, MISSION AND OBJECTIVES	2
ARTICLE 7: Vision Statement.....	2
ARTICLE 8: Mission Statement.....	2
ARTICLE 9: Objectives	3
PART III: MEMBERSHIP AND TYPES OF MEMBERS.....	3
ARTICLE 10: Membership.....	3
ARTICLE 11: Types of Members	3
ARTICLE 12: Rights and obligations of Members	3
ARTICLE 13: Cessation of Members	4
PART IV: OFFICE BEARERS, ELECTION AND TERM OF LEADERSHIP.....	4
ARTICLE 14: Executive Director or Secretary of the Board of Directors	4
ARTICLE 15: Administrator.....	4
ARTICLE 16: Accountant or Treasurer	4
ARTICLE 17: Election and term of leadership of office bearers	5
PART V: BOARD OF DIRECTORS.....	5
ARTICLE 18: Establishment of the Board of Directors	5

ARTICLE 19: Functions and Duties of Board of Directors.....	5
PART VI: GENERAL MEETING	5
ARTICLE 20: Composition of General Meeting	5
ARTICLE 21: Powers/function of the General Meeting.....	5
ARTICLE 22: Annual General Meeting.....	6
ARTICLE 23: Extra-Ordinary General Meeting	6
PART VII: FINANCIAL MANAGEMENT, CONSTITUTIONAL AMENDMENT, DISSOLUTION AND CONFLICT RESOLUTION	6
ARTICLE 24: Financial Year	6
ARTICLE 25: Sources of Funds	6
ARTICLE 26: Uses of Funds	6
ARTICLE 27: Bank Account	6
ARTICLE 28: Constitutional Amendments.....	6
ARTICLE 29: Dissolution	7
ARTICLE 30: Conflict Resolution.....	7
LIST OF FOUNDER MEMBERS.....	Fehler! Textmarke nicht definiert.

PART I: PRELIMINARY

ARTICLE 1: Name of the Organization

The name of the Organization shall be Kilombero Valley Health and Livelihood Promotion

ARTICLE 2: Interpretation

Unless the context otherwise requires in this Constitution

“**Act**” shall mean the Non-Governmental Organizations Act, No. 24 of 2002 as amended from time to time;

“**Organization**” Shall mean Kilombero Valley Health and Livelihood Promotion

“**Board**” Shall mean Board of Directors of the Organization;

“**Registrar**” shall mean the Registrar of Non-Governmental Organizations;

“**Office bearers**” shall mean Executive Director, Administrator and an Accountant

“**Vulnerable, marginalized, voiceless, underprivileged or disadvantaged group**” shall include disabled, women, children and any group of people whose potential for livelihood is in the vulnerable situation

ARTICLE 3: Preamble

Health, poverty and development are very closely related and interlinked. In the Kilombero, Ulanga and Malinyi districts located in the South-eastern part of Tanzania, affordability of health services is a crucial issue. In striving to mobilize the resources, the majority of the poor are forced to transform various resources in order to get cash. Mobilization of resources is a long process which results in late or no access to health care. Moreover, lack of proper knowledge and education prevents people from making the right decisions on either promoting health and/or controlling disease.

Since mid-2008, ACCESS project - implemented by the Ifakara Health Institute (IHI) through funding from Novartis Foundation for Sustainable Development (NFSD) and technical advice from the Swiss Tropical and Public Health Institute (Swiss TPH) - strived to raise financial resources for the poor households by supporting women groups to start income generating activities on a pilot basis. The main aim was to strengthen women’s and ultimately households’ economic capacity to cope with health risks, especially malaria episodes.

These Self-Help-Groups (SHG) are considered as ideal platforms for channelling resources such as social insurance schemes and health messages to the communities. Within the first three years of implementing this intervention, the majority of women managed to start and run profitable

income generating activities and the groups' financial capacities had improved. Group members' access to small credits for business and financing access to health care had improved significantly. Achievements seen on these groups had created more pressure on the ground and different groups of people have approached the project for support.

ACCESS project ended in December 2011, and the implementation of livelihood and health promotion interventions was not one of the core businesses of IHI. Thus, any effort to continue implementing these activities needed to be done under a different organization. It is on this understanding that KV-HELP was established.

For the past ten years, three cohorts of women groups have been supported. It is now time to take stock, review past experiences, develop a new strategy and update the constitution of 2012.

ARTICLE 4: Registration

The Organization shall be registered as a Non-Governmental Organization under the Non-Governmental Organizations Act, No. 24 of 2002 as amended from time to time.

ARTICLE 5: Head Office

The head office will be based at former CCM District Headquarters Street, nearby Ifakara Main Market, Ifakara ward, Kilombero District Morogoro Region
P.O.BOX 43

ARTICLE 6: Area of Operation

The Organization shall operate in Kilombero, Ulanga and Malinyi districts of Morogoro region in Tanzania Mainland

PART II: VISION, MISSION AND OBJECTIVES

ARTICLE 7: Vision Statement

To see a Tanzanian society living a health promoting lifestyle in a context of a rapidly increasing double burden of infectious and non-communicable diseases, with KV-HELP being one of the pioneering Organizations contributing to this achievement.

ARTICLE 8: Mission Statement

To work toward the goal of healthy livelihoods in Tanzania through an innovative approach that integrates development actions across health, education, agriculture/livestock and financial/entrepreneurial sectors.

ARTICLE 9: Objectives

For the purpose of strengthening household resilience toward health emergencies, KV-HELP aims to promote and test development methodologies that empower individuals and Self-Help-Groups (SHGs) in the communities to promote healthy livelihoods.

Specifically, the organization will address the following objectives:

- a. To enhance organizational and financial capacity of SHGs through approaches like Accumulated Saving and Credit Associations (ASCAs).
- b. To improve livelihoods of individuals and SHGs members through farm and non-farm microenterprises using methodologies like Selection, Planning and Management (SPM).
- c. To strengthen health promotion with regard to infectious and non-communicable diseases using approaches like health literacy.

PART III: MEMBERSHIP AND TYPES OF MEMBERS

ARTICLE 10: Membership

Membership to the Organization shall be voluntary and open to any individual who has attained the age of 18 years and above, of sound mind and who is ready to join hands in supporting and promoting vision, mission and objectives of the Organization.

ARTICLE 11: Types of Members

There shall be three types of members-

1. **Founder members:** These are members who made the initiatives to establish this Organization;
2. **Ordinary members:** These are members who join the Organization after its establishment;
3. **Honorary members:** are those members who shall be awarded such membership by the Organization due to their positive contributions to the community and Organization objectives.
4. **Institutional members:** any institution that has an interest in and/or participates in the activities aimed at achieving healthy livelihoods can be invited and granted an Institutional Membership

ARTICLE 12: Rights and obligations of Members

1. To elect/vote and be elected/voted in the leadership of the Organization except for honorary members;
2. Right to be heard;
3. To attend General Meeting;
4. Participate in all Organization activities as he/she may be required to do so;
5. Receiving information of the Organization progress by any means of communication.
6. To pay fees that is prescribed by the General Meeting;
7. To attend all meetings that requires his/her presence;
8. To participate in all the activities of the Organization as planned;
9. To keep secret all matters and decisions of the Organization.

ARTICLE 13: Cessation of Members

Members shall cease if any the following happens-

1. By resignation;
2. Expulsion for misbehavior, failure to adhere to Organization's resolutions and this Constitution;
3. Failure to attend three consecutive General Meeting without reasonable information;
4. Incapability to perform his/her obligations due to mental disorder;
5. Failure to pay subscription fees for up to 18 consecutive months;
6. Death.
7. Commit any criminal offence

PART IV: OFFICE BEARERS, ELECTION AND TERM OF LEADERSHIP

ARTICLE 14: Executive Director or Secretary of the Board of Directors

There shall be Executive Director of the Organization who;

1. Convene the meetings of the Board, the Annual General Meeting and Special General Meetings, if any, subject to the consultation and approval of the Chairperson.
2. Take notes and prepare minutes of all Board meetings, of the Annual General Meeting and Special General Meetings, if any.
3. Communicate meeting minutes to all the Members of the Board and assure that the minutes are signed.
4. Execute the daily management of the organization.
5. Sign all contracts of the organization jointly with the Chairperson of the Board.
6. Sign all payments of the Organization jointly with the approved signatory on behalf of the Chairperson of the Board.
7. Operate KV-HELP bank account jointly with an approved signatory on behalf of the Chairperson of the Board.
8. Mobilize, generate, raise and collect funds in the form of grants, donations, subsidies or fees for services.
9. Supervise the opening, operation and closing of bank accounts for the Organization, including the appointment of signatories.

ARTICLE 15: Administrator

There shall be an Administrator of the Organization who;

1. Shall arrange schedule of duties in the office;
2. Shall receive all letters including application letters from new members and to submit them to the General Meeting for approval;
3. Shall keep all documents of the Organization;
4. Shall be a signatory to the Organizations bank account;
5. Shall keep records of all assets of the Organization.

ARTICLE 16: Accountant or Treasurer

There shall be Treasurer/Accountant of the Organization who;

1. Shall receive and keep all the money of the Organization;

2. Shall prepare the annual budget and estimates of the Organization to be presented to the General Meeting;
3. Shall keep all records of assets, records of accounts and books of account;
4. Shall prepare financial records of statements of income and expenditure and submit the said documents together with audited report to the General Meeting;
5. Shall be a signatory to the bank account.

ARTICLE 17: Election and term of leadership of office bearers

The office bearers of the Organization shall be elected by the General Meeting among the members and hold office for a period of five years and may be re-elected for another term of five years.

PART V: BOARD OF DIRECTORS

ARTICLE 18: Establishment of the Board of Directors

1. There shall be a Board of Directors composed of the Chairperson, Secretary, Treasurer and other three members appointed by General Meeting;
2. Members of the Board shall hold the office for a period of five year and may be re-appointed for another term of five years.
3. The Chairperson of the Board shall be elected by the General Meeting among Board members while the Executive Director of the Organization shall be Secretary to the Board;
4. Board of Director shall hold the meeting twice a year or at any time in case of emergency;
5. Quorum shall be 2/3 of the Board members.

ARTICLE 19: Functions and Duties of Board of Directors

1. To make Rules and Regulations;
2. To protect and advance the image of the Organization;
3. To recruit staffs;
4. To participate in developing Organization's Strategic plans;
5. To appoint auditor(s);
6. To convene projects to be carried out by Organization, conduct or cause to be conducted feasibility studies for such project and submit the same for approval by the General Meeting;
7. To form different committees of the Organization where necessary.

PART VI: GENERAL MEETING

ARTICLE 20: Composition of General Meeting

1. General Meeting shall be a supreme organ of the Organization composed of all members of the Organization;
2. The decisions in this meeting shall be by majority vote of members attended the meeting.

ARTICLE 21: Powers/function of the General Meeting

1. Discuss new members for admission and discipline and expel members;
2. Discuss and approve annual budgets, plans, physical and financial implementation reports;
3. Amend the Constitution;

4. Electing office bearers of the Organization;
5. Approve issues originated from the Board of Directors;
6. To appoint Board of Directors.

ARTICLE 22: Annual General Meeting

1. There shall be Annual General Meeting of the Organization held once a year;
2. Notice shall be given to all members 14 days before the meeting;
3. Quorum shall be 2/3 of members.

ARTICLE 23: Extra-Ordinary General Meeting

1. The Extra-Ordinary General Meeting shall be held whenever there is an emergency;
2. Notice shall be given to all members 14 days before the meeting;
3. Quorum shall be 2/3 of members.

PART VII: FINANCIAL MANAGEMENT, CONSTITUTIONAL AMENDMENT, DISSOLUTION AND CONFLICT RESOLUTION

ARTICLE 24: Financial Year

The financial year of the Organization shall be between 1st January and 31st December of the calendar year.

ARTICLE 25: Sources of Funds

The sources of funds for the Organization shall be-

1. Entry and annual fees;
2. Fundraising;
3. Legal gifts from friends;
4. Grants, donations;
5. Income generating activities.

ARTICLE 26: Uses of Funds

Funds however obtained shall solely be applied towards the promotion of the objectives of the Organization.

ARTICLE 27: Bank Account

There shall be a bank account opened in the name of the Organization. The office bearers shall be the signatories of the Bank Account of the Organization. For any transaction to be effected there must be signatures of two signatories among the three signatories.

ARTICLE 28: Constitutional Amendments

Any part, clause of this Constitution may be removed, added or amended by the General Meeting by the majority vote of eligible voters held for that purpose.

ARTICLE 29: Dissolution

1. The Organization may be dissolved by a resolution adopted by the majority of the members of the Organization at a special meeting convened for that purpose.
2. Notice of the meeting for the purpose of dissolution shall be circulated to all members along with the resolution to dissolve, at least 90 days prior to such a meeting.
3. The decision to dissolve the Organization will be notified to the public within 21 days of the decision.
4. The Organization will be considered dissolved when it is removed from the Registry of the Ministry responsible for registration of NGOs.
5. All procedures for dissolution shall be in accordance with the law of United Republic of Tanzania.
6. A special committee shall be formed to organize the disbanding of the Organization and disposal of assets in accordance with the directions of the Board.
7. Funds or property remaining after the satisfaction of all debts and liabilities shall be given to one or more not-for-profit organizations in accordance with Tanzanian legal requirements.

ARTICLE 30: Conflict Resolution

1. Whenever arises a conflict within the Organization; the Board will be responsible to settle the dispute;
2. If the Board fails to handle the dispute, the matter will be referred to the General Meeting and if the General Meeting fails, the Board shall form an Advisory Committee for that purpose.