



**THE CONSTITUTION**  
**OF**  
**TANZANIA ROADS ASSOCIATION**  
**(TARA)**



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## **CHAPTER 1**

### **ARTICLE 1: NAME, ADDRESS AND DEFINITIONS**

#### **1. NAME AND ADDRESS**

- a) The name of the Association shall be “Tanzania Roads Association” hereinafter referred to as the “Association” or “TARA”.
- b) The principal registered office of the Association shall be in Dar es Salaam, Tanzania.
- c) The postal address of TARA is P. O. Box 2028 Dar es Salaam, Tanzania.
- d) The Tanzania Roads Association is a non-governmental (NGO), non-political, non-profit and non-religious organisation whose membership is open to all road users.

#### **2. DEFINITIONS**

- a) “General Council”, “Executive Committee” shall mean respectively, the General Council and the Executive Committee of TARA
- b) “Annual General Meeting” (AGM) means the annual general meeting of the General Council.
- c) “Extra Ordinary Meeting” means the extra ordinary meeting of the General Council of TARA.

- d) "Executive Committee" means Executive Committee or (EXCO) of TARA.
- e) "Appointing Authority" means the General Council of TARA .
- f) "Chairperson" shall mean Chairperson, of the General Council and of the Executive Committee.
- g) "Honorary Secretary" shall mean the Honorary Secretary of TARA.
- h) "Honorary Treasurer" means Honorary Treasurer of TARA.
- i) "By-Laws" means the By-Laws of TARA adopted pursuant to this Constitution.
- j) "Member" includes a person or institution applying for the membership of the Association and a person or institution admitted to membership after application in accordance with Article 10.
- k) "Professional Individual" shall include engineers, architects, surveyors, transport economists, accountants, lawyers, law enforcement officers, doctors, environmentalists and such other professions relevant to aims and objects of TARA.
- l) "Temporary Membership" means membership granted to an applicant pending formal admission in accordance with Article 10.

## ARTICLE 2: AIMS AND OBJECTIVES

The aims and objects for which TARA is set up are to promote the development of a sound transport network in Tanzania, and for that purpose it shall:

- a) Liaise with and influence government to plan, provide and maintain good roads and effective transport systems;
- b) Promote the provision of education and training for road users in order to increase awareness of appropriate usage of roads;
- c) Participate in campaigns for good and safer roads;
- d) Encourage active private sector participation in the financing, development and operation of transportation modes;
- e) Hold meetings, seminars, conventions and exhibitions to discuss matters bearing on transportation generally and road transport in particular;
- f) Publish and disseminate information for educating the road users and the public at large on roads and road technology in Tanzania.

## **CHAPTER II**

### **FUNCTIONS OF TARA**

#### **ARTICLE 3: PLANS AND DESIGNS OF ROADS.**

- a) To review and advise on projected plans and designs of roads;
- b) To liaise and influence the Government to plan and maintain good roads and transport systems.

#### **ARTICLE 4: EDUCATION AND TRAINING.**

- a) To encourage and provide education and training for roads users;
- b) To increase and create awareness of the public, drivers and pedestrians of good use of roads;
- c) To campaign and increase the road users knowledge about road hazards;
- d) To review and advise on adequacy of road engineering education and traffic engineering;
- e) To collect and disseminate information on roads;
- f) To mobilise, raise and look for funds for specialised training;
- g) To solicit fellowships for education and training in disciplines related to roads and road transport.



## **ARTICLE 5: PERFORMANCE STANDARDS.**

- a) To promote optimal use of local resources in designs construction and maintenance of roads;
- b) To analyse and give advice on traffic control devices;
- c) To initiate and award XXmedals for good maintenance of roads;
- d) To make good road maintenance, traffic control signs and markings.
- e) To monitor the operation of the Road Fund, the Road Fund Board, and the Road Agency, and take appropriate action to redress any shortcomings.

## **ARTICLE 6: LEGISLATION AND REGULATIONS.**

- a) To advise interested parties on existing roads and traffic legislations and regulations;
- b) To make proposals for amending traffic legislation and regulations with a view to increase effectiveness, and efficiency;
- c) To analyse the impact and effects of the existing legislations and regulations on the road network system;
- d) To assist transporters, manufacturers, contractors and other bodies on issues related to road transport.

## **ARTICLE 7: ROAD SAFETY.**

To liaise with other relevant bodies on:

- a) Proposals for amending and improving traffic rules and regulations with a view to reduce road traffic accidents;
- b) Analysing research data and statistical records for causes of road accidents and suggest improvement measures;
- c) Designing and displaying of traffic signs and signals;
- d) Campaigns for safety measures and proper use of roads;
- e) Promotion and implementation of road safety standards.

## **ARTICLE 8: RESEARCH AND STATISTICAL DATA.**

To liaise with other relevant bodies on:

- a) The promotion of research into causes of road accidents, their nature, frequency of occurrence and the cost implications,
- b) The development of total road infrastructure requirement taking into account economic, social and technological development requirements;



- c) Research on the effectiveness of road network systems;
- d) Improvement of present traffic control systems both on motorways and urban centres and integration of existing road transport system and facilities;
- e) Dissemination of research and statistical findings on road transportation generally.

## **CHAPTER III**

### **MEMBERSHIP, ORGANISATION AND MANAGEMENT**

#### **ARTICLE 9: MEMBERSHIP.**

- (a) The membership of the Association shall be open to the following:
- i) Public and private road oriented firms.
  - ii) Transport Operators and associations.
  - iii) Construction equipment manufacturers, suppliers and operators.
  - iv) Government and national institutions.
  - v) Professional institutions and trade associations.
  - vi) Academic institutions.
  - vii) Consultants and contractors.
  - viii) Road safety bodies.
  - ix) Oil companies.
  - x) Insurance companies.
  - xi) Individuals with interest in roads and road transport.

- (b) TARA shall have four classes of membership as follows:
- i) The first class will be constituted by Corporate Members who shall be admitted by the Executive Committee of TARA in accordance with Article 10(a).
  - ii) The second class will be constituted by Professional Members who shall be admitted by the Executive Committee in accordance with Article 10 (b).
  - iii) The third class will be constituted by Ordinary Members who will be admitted by the Executive Committee in accordance with Article 10 (c).
  - iv) The fourth class will be constituted by Honorary Members who shall be so admitted by the General Council on the recommendations of the Executive Committee as specified under Article 10 (d).
- (c) Corporate membership, Professional membership, Ordinary membership and Honorary membership shall be acquired in accordance with the provisions of Article 10.
- (d) Temporary membership shall be accorded to institutions and individuals who have applied for membership, pending formal admission in accordance with the provisions of Article 10.

**ARTICLE 10:      PROCEDURE FOR THE ACQUISITION  
OF MEMBERSHIP**

- a) Any firm, Institution, Association or Company aspiring for TARA shall submit membership request to the Honorary Secretary. The membership shall enter into force upon acceptance by the Executive Committee and such membership shall be classified as Corporate membership.
- b) Any professional individual desiring to become a member of the Association may send his application to the Honorary Secretary and upon acceptance by the Executive Committee, the applicant shall be admitted as a Professional Member.
- c) Any individual interested in roads and not belonging to any particular profession in the field of road transport, but is desirous to become a member of the Association may send his application to the Executive Committee, and upon acceptance by the Executive Committee shall be admitted as an Ordinary Member.
- d) Subject to the By-Laws and Regulations of the Association, the Annual General Meeting shall confer Honorary membership to an individual, institution, association or company for outstanding contribution towards the Association provided that such an individual institution, Association or Company is not eligible to become a member under 10 (a) and 10 (b).

- e) A Corporate member shall be represented by its Chief Executive or by a Senior Officer specifically authorized by Chief Executive in writing.
- f) The Secretariat shall transmit certified copies of this Constitution to all members after entry into force of this Constitution.

**ARTICLE 11: RIGHTS OF CORPORATE, PROFESSIONAL, ORDINARY AND HONORARY MEMBERS**

Corporate, Professional, Ordinary and Honorary Members shall in accordance with this Constitution, By-Laws and Resolutions of the General Council have the right to:

- a) attend the meetings of the General Council and other meetings that may be called by TARA.
- b) request and obtain information within the reach of TARA on matters of its own concern.
- c) receive publications and other information that may be distributed by TARA.
- d) have access to such facilities as shall have been acquired by TARA.
- e) right to elect and to be elected.

## **ARTICLE 12: OBLIGATION OF CORPORATE PROFESSIONAL AND ORDINARY MEMBERS**

Corporate, Professional and Ordinary Members shall, in accordance with this Constitution, By-Laws and Resolutions of the General Council have obligations to:

- a) settle their financial obligations towards TARA promptly;
- b) collaborate in forming Committees and related task forces;
- c) provide promptly information requested by TARA;
- d) attend all meetings duly convened by TARA;
- e) undertake any assignments that may be requested by TARA;
- f) collaborate with TARA in fulfillment of its functions generally.

## **ARTICLE 13: SUSPENSION, WITHDRAWAL OF MEMBERSHIP AND EXPULSION FROM TARA**

- a) A simple majority vote of the voting members in the Executive Committee may suspend a member who fails to fulfil any of his obligations as herein prescribed.
- b) Any member of TARA may withdraw therefrom after giving a six months written notice of withdrawal to



the Honorary Secretary and such withdrawal application shall be laid before the Executive Committee.

- c) A member suspended by the EXCO as per Art. 13(a) may be required to defend himself/herself before the General Council, and if found guilty may be expelled from TARA upon a decision of two-thirds majority of voting members.

#### **ARTICLE 14: TARA MANAGEMENT**

- (a) TARA shall have the following principal organs:

- i) General Council.

- ii) Executive Committee

- iii) Sub-Committees

- iv) Any other organ that shall be established for furtherance of its activities.

- (b) TARA shall have the following office bearers:-

- i) Chairperson

- ii) Honorary Secretary

- iii) Honorary Treasurer

## **ARTICLE 15:      GENERAL COUNCIL**

- a) The General Council shall be the supreme policy making organ of TARA.
- b) The General Council shall be composed of all members of TARA.
- c) The General Council shall:
  - i) hold ordinary meetings at least once every calendar year at any place in Tanzania as determined by the Executive Committee;
  - ii) hold extra-ordinary meetings which will be convened in accordance with the By-Laws of the Association;
  - iii) pass By-Laws and regulations in accordance with the Constitution;
  - iv) elect the Chairperson, the Honorary Secretary and the Hon. Treasurer who shall hold office for a term of three years.
  - v) elect members of the Executive Committee who shall hold office for a term of three years.
  - vi) appoint auditors and fix their remuneration.

## **ARTICLE 16: THE EXECUTIVE COMMITTEE**

- a) The Executive Committee shall consist of the Chairperson of the General Council, Immediate Past Chairperson, the Honorary Secretary, the Honorary Treasurer, Chairpersons of Sub-Committees established under Article 17(a), five ordinary and not more than four members representing special interest groups as recommended by the Executive Committee from time to time. The Executive Committee may co-opt not more than two members.
- b) The Executive Committee shall be responsible for directing all activities of TARA and performance of any other functions which the General Council may delegate to it. These functions shall include:
  - i) review of reports prepared by the Honorary Secretary for submission to General Council;
  - ii) co-ordination and direction of activities of various organs and committees;
  - iii) preparation of By-Laws for adoption by the General Council, and
  - iv) such other functions which may enhance the realization of the aims and objects of TARA.
- c) The Executive Committee shall meet at least four times a year and may adopt rules and regulations appropriate for the conduct of its business.

- d) Where any member of the Executive Committee ceases to be a member for any reason before the expiration of his term of office, the Executive Committee will appoint another in his place subject to the appointment being ratified by the appointing authority. The person so appointed shall hold office for the remainder of the term of office of his predecessor.
- e) Members of the Executive Committee are expected to faithfully serve the Association, and to attend all scheduled meetings and other activities organised by and for the Association. Any member who fails to attend three consecutive meetings of the Executive Committee without valid reasons will be requested to vacate office.

#### **ARTICLE 17: SUB-COMMITTEES.**

- a) The Executive Committee may from time to time, at the recommendation of the Honorary Secretary establish sub-committees with specific terms of reference.
- b) Pursuant to (a) above, the Executive Committee may empower the Sub - Committees to co-opt members from within and outside TARA.
- c) In appointing members to these Sub-Committees the Executive Committee shall pay due regard to the subject under study.

**ARTICLE 18: DUTIES OF THE ELECTED OFFICE BEARERS.**

**(a) The Chairperson.**

- i) Shall preside over all ordinary and extra ordinary meetings of the Association.
- ii) Shall be the chief spokesperson of the Association.
- iii) Shall be the general overseer of all the Association's affairs, and supervise the proper conduct and performance of the Association.
- iv) Shall be a signatory to all the Association's accounts.
- v) Shall be a member of the Executive Committee and shall chair all the meetings thereof.
- vi) Shall serve in that capacity for three years before assuming the post of Immediate Past Chairperson.

**(b) The Honorary Secretary.**

- i) Shall be the Chief Executive of the Association.
- ii) Shall be signatory to all the Association's accounts.
- iii) Shall keep the Association's minutes, records and files.

- iv) Shall record the Association's minutes and proceedings during all meetings.
- v) Shall call all the meetings of the Association in consultations with Chairperson.
- vi) Shall be a member of the Executive Committee.
- vii) Shall hold office for a term of three years.

**(c) The Honorary Treasurer.**

- i) Shall keep all the Association's accounts.
- ii) Shall be a signatory to all the Associations accounts.
- iii) Shall advise the Chairperson and the Executive Committee on matters relating to the Association's funds.
- iv) Shall be accountable to members and the Executive Committee on all matters relating to the Association's funds.
- v) Shall produce for inspection by authorized persons all records and books pertaining to financial transactions.
- vi) Shall be a member of the Executive Committee.
- vii) Shall be the purchasing officer of the Association.
- viii) Shall hold office for a term of three years.



## **CHAPTER IV**

### **MEETINGS AND OTHER CONSTITUTIONAL MATTERS**

#### **ARTICLE 19: MEETINGS:**

##### **a) Ordinary Meetings:**

- i) There shall be one ordinary General Meeting every year.
- ii) The Annual General Meeting (AGM) shall be held at any time between the months of September and November.

##### **b) The Annual General Meeting shall:**

- i) Hear, receive and adopt a report from the Honorary Secretary.
- ii) Hear, receive and adopt a financial report from the Honorary Treasurer.
- iii) Hear, receive and adopt reports from the Executive Committee.
- iv) Conduct all elections for office-bearers.
- v) Discuss and approve budget estimates for the year.
- vi) Second and confirm honorary members.

vii) Approve any change of the Constitution.

viii) Remove office bearers

ix) Approve loss of membership.

**c) Extraordinary Meetings**

Extraordinary meetings may be convened under the following conditions:

i) Upon the decision of the Chairperson in consultation with the Executive Committee when an extraordinary meeting is deemed necessary.

ii) Upon petition by a quarter of the *bona fide* membership.

**ARTICLE 20: QUORUM AT MEETINGS**

a) The quorum for Annual General or Extraordinary Meetings shall be one quarter of the paid-up members of the Association and no business shall be transacted at such meetings unless there is a quorum.

b) The quorum for Executive Committee Meetings shall be half of the elected members of the Executive Committee.

c) If a quorum be not present within half an hour from the time appointed for holding the meeting, the meeting shall stand adjourned to the same hour and

place the following week, when the number present and entitled to vote, whatever their number, shall constitute a quorum.

## **ARTICLE 21:        VOTING**

- a) Voting shall be by secret ballot. All elections and issues of contention shall be resolved by this method. Voting by show of hands shall be used only when the issues to be voted upon is considered by the Chairperson not to be of a serious nature.
- b) The Chairperson shall preside over all voting except on the occasion where he/she is standing for election or when the issues to be voted upon involves him/her in person. In such cases then the Chairperson shall disqualify himself/herself and step down from the chair. The meeting shall then elect an *ad hoc* Chairperson who shall preside over that voting only and relinquish this temporary position after the voting exercise.
- c) All members of the Executive Committee, except the Chairperson, shall have voting privileges similar to those of the general membership.
- d) Save for honorary and temporary members, all members have voting rights as long as they are in good standing.
- e) A member has only one vote.

- f) In the Executive Committee, voting shall be by show of hands or by general consensus.
- g) If at any voting (whether in the General Meeting or in the Executive Committee) there is a tie, the Chairperson shall cast the deciding vote.

## **CHAPTER V**

### **RESOURCES AND FINANCIAL MATTERS**

#### **ARTICLE 22: SOURCES OF FINANCE**

TARA's source of finance shall consist of:

- a) admission fees paid by members in accordance with the By-Laws and Resolutions of the General Council;
- b) annual subscriptions and ad-hoc contributions by members in accordance with the By-Laws;
- c) grants, donations and ex-gratia contributions to TARA;
- d) proceeds from investments
- e) any other income lawfully acquired by TARA.

## **ARTICLE 23:           ACCOUNTS AND AUDIT**

- a) The Executive Committee shall cause proper books of accounts to be kept in respect of:
  - i) all sums of money received and expended by TARA and the matters in respect of which receipt and expenditure takes place;
  - ii) all sales and purchases of TARA;
  - iii) assets and liabilities of TARA.
- b) "Proper books of accounts" shall mean such books as are necessary to give a true and fair view of the state of TARA's affairs and to explain its transactions.
- c) The books of accounts shall be kept at the registered office of TARA.
- d) Within three months after the close of each fiscal year of TARA an audit shall be made of the books of accounts of TARA by qualified and experienced independent public auditor.
- e) A copy of the balance sheet (including every document required by law to be annexed there to) together with a copy of the auditors report which are to be laid before the General Council.

## **CHAPTER VI**

### **LEGAL AND OTHER CONSTITUTIONAL MATTERS**

#### **ARTICLE 24:       LEGAL STATUS**

To enable it to achieve its objectives and perform its functions TARA shall, in accordance with the laws of Tanzania, seek and acquire full legal capacity:

- a) To institute legal proceedings;
- b) To contract, and
- c) To acquire and dispose of immovable and movable property.

#### **ARTICLE 25:       AMENDMENT OF CONSTITUTION**

- a) This Constitution may be amended by a two-thirds majority vote of the voting members of the General Council at an ordinary or extra-ordinary meeting called for that purpose.
- b) In all cases notice for any proposed amendment shall be communicated to each member of the General Council at least twenty-one days before the date fixed for the meeting of proposed amendment.



## **ARTICLE 26:        DISSOLUTION OF TARA**

- a) TARA may be dissolved by the General Council meeting called for that purpose, and such a decision shall be enforced with two-thirds majority of voting members.
- b) Upon dissolution of TARA the assets of the Association shall be disposed off in accordance with the Laws of Tanzania.

## **ARTICLE 27:        ENTRY INTO FORCE OF THE CONSTITUTION**

This Revised Constitution of TARA was approved by the General Council on 19th November, 1999 and came into force on the same day.

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