

CONSTITUTION OF
TANZANIA ANIMAL FEED
MANUFACTURER'S ASSOCIATION

Adopted by the Members on
30th January, 1990
DAR ES SALAAM.

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CONSTITUTION OF TANZANIA ANIMAL FEED MANUFACTURER'S ASSOCIATION (INFORMATION)

ARTICLE 1 PREAMBLE

Whereas, the majority of the Animal Feed Manufacturer`s in Tanzania stationed Dar es salaam have expressed their desire to form an association ,this constitution ,witnesseth the formation of such an Association in the manner prescribed hereunder;-

ARTICLE 2 NAME OF THE ASSOCIATION

The Association will be known as Tanzania Animal Feed Manufacturer Association.

In the following context where the word ‘ Association’ appears it should be understood to mean Tanzania Animal Feed Manufacturer`s.

ARTICLE 3 PRINCIPAL OBJECTIVES

3.1 To provide a common forum for all Animal Feed Manufacturer`s in Tanzania.

3.2 To liaise with the established government machinery on all issues pertaining to the manufacture of animal feeds in the country,e.g

- a) Provision of various raw materials;
- b) Marketing of the Association`s products.

3.3 To provide a link between the Association and Livestock keepers.

3.4 To ensure that all members of the Association`s products gradually conform to the standards set

3.5 To establish links and contacts with other interested institutions (local and foreign) in the development of Livestock in Tanzania.

3.6 To act as guarantors to its members whenever need arises.

3.7 To advice, inform or guide its members of new developments in the animal feed industry so as to keep them abreast of the changes obtaining ,in other countries.

ARTICLE 4 MEMBERSHIP

4.1 Membership shall be open to all commercial animal feed manufacturer`s.

4.2 Any other Institution involved in Livestock development.

4.3 Membership will be approved in an Executive Committee meeting and reported to the AGM.

ARTICLE 5 PRINCIPAL ORGAN AND OFFICERS

5,1 There shall be an Executive Committee which will be constituted as follows:-

a) Elected officers:

Chairman
Vice Chairman
Hon. Secretary
Hon. Treasurer
Two Committee Members

b) EX- Official Officers

Four non -voting ex-official officers to be nominated by the elected Executive Committee Officers

The Executive committee will be elected in accordance with Article 6 of this Constitution.

5.2 The management of the affairs and business of the Association shall be vested in the Executive Committee which may exercise all such powers and do all such acts and things as may be exercised or done by the Association as are not hereby or by the Bye - Laws required to be exercised or done by the Association in General Meeting but so that no additions to or rescission or variation of the Bye- Laws shall invalidate any prior act of the Executive Committee which would not have been used.

ARTICLE 6 ELECTION AND TERM OF OFFICE OF THE EXECUTIVE COMMITTEE

6.1 The executive committee will be elected by members at the annual general meeting.

6.2 Eligibility for election

Any member can be voted into the Executive Committee provided that there is a proposal and a secondary written or verbal and the proponent must indicate his willingness to stand for election.

6.3 Term of office

The term of office shall be two years save for the first term of office of 50% of the first Executive Committee where 50 % of it will retire to leave the other 50 % to have a first term of 3 years .

The name of the retiring members will be decided by drawing lots.

6.4 Retiring members are eligible for re election.

6.5 Filling of Casual vacancy

The executive Committee will be empowered to fill a casual vacancy to complete a term left vacant by any of its committee members. This is to be executed within 45 days.

ARTICLE 7 DUTIES OF THE EXECUTIVE COMMITTEE

To run the day to day affairs of the Association and to ensure that the objectives of the Association are achieved in accordance with the powers conferred to it by Article 5.

ARTICLE 8 POWER TO MAKE BY LAWS

The Association may from time to time , by resolution passed by a majority of not less than two thirds of the members present and voting at a general meeting make such by-laws for regulating the affairs of the Association as it deems fit and from time to time rescind or vary any such bye laws and make others in their stead, but so that the bye laws shall not be in any respect inconsistent of the express provision of the constitution of the Association.

ARTICLE 9 COMMON SEAL

There shall be a common seal of the Association which shall be affixed to all contracts and matters requiring Associations seal. Such matters requiring the Association seal shall have been approved at the Executive committee meeting. **and the seal afixation**

ARTICLE 10 POWERS TO AMEND THE CONSTIYUTION

The Association may fro time to time by a resolution passed by a majority of not less than third of the members present and voting (in person or by proxy) at a general meeting convened in accordance with the bye laws of the Association ,alter, amend or make addition to this Constitution.

ARTICLE 11 DISSOLUTION OF THE ASSOCIATION

11.1 The Association may be dissolved by a resolution passed to that effect by a two third vote of all registered members at an extraordinary general meeting called specifically for that purpose.

11.2 Pursuant to 11.1 above the general meeting shall appoint a person or persons to be liquidator(s) and make provisions for the disposal of the Association`s assets.

ARTICLE 12 INDEMNITY

Subject to the provisions of this constitution any member employed by the Association in the Executive Committee shall be indemnified out of the assets of the Association

against all costs, charges, expenses, losses and liabilities which he may sustain or incur in the course of execution of his office or otherwise in relation thereto, provided his actions were reasonable taking all circumstances into account.

BYE-LAWS

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BYE- LAWS 1 DEFINITIONS

These bye - laws shall take effect on1990 having been passed by two thirds majority members in accordance with article 8 of the constitution. In these bye – laws ,unless the subject or content otherwise requires;

- 1.1 ‘ Association ‘ means Tanzania Animal Feed Manufacturers Association.
- 1.2 Executive Committee means the dully elected Committee of the Association for the time being to manage the affairs of the Association.
- 1.3 Members shall mean members of the Association as stipulated under Article 4 of the Constitution.

BYE- LAWS 2 MEMBERS

2.1 All admissions to membership shall be by the Executive Committee .The committee may in its absolute discretion, by a resolution passed at meeting of the Executive committee refuse to admit any person whom it shall consider not to be fit and proper to be so admitted. The committee shall not be bound to give reasons for its decisions.

2.2 No application for admission to membership will be considered by the Executive Committee unless the applicant shall have agree to pay to Association the respective amounts of admission fees and subscription fees shall be determined by the AGM after the recommendations of the Executive Committee. If any application is not accepted by the Committee then both the admission fees and subscription fees shall be refunded to the applicant.

2.3 Any member who fails to pay the annual subscription fees applicable to him 31st day of December of the year in which it becomes due and any member when fails to pay any increased rate of subscription fees applicable to him before expiration of 3 months after the increase becomes due ,shall thereupon cease to be a member unless the Executive Committee has either operationally or in this particular case otherwise decided.

2.4 The Executive Committee may exempt all or part of the subscription fees due from any mumber in consideration of any hardship or unfavourable circumstances suffered or experienced by the member.

2.5 If a member is adjudged bankrupt he/she shall thereupon ipso facto cease to be a member.

BYE- LAW 3 MEETINGS OF THE EXECUTIVE COMMITTEE.

- 3.1 The executive Committee must meet at least four times a year.
- 3.2 The quorum at an Executive Committee Meeting is three.
- 3.3 The chairman or in his absence the Vice Chairman shall take the chair at the meetings of the Executive Committee or if at any meeting both of them are absent members present shall choose someone of their number to be Chairman.

3.4 An Executive Committee member must attend at least three meetings during his term of office. He will be deemed to have resigned if he did not give valid reasons.

3.5 The Executive Committee will be the disciplinary organ.

3.6 In the event of the Committee failing to discipline a committee member or an ordinary member then any aggrieved or any person can refer the matter to the annual general meeting.

BYE- LAW 4 OTHER COMMITTEES

4.1 The Executive Committee may from time to time establish other committees or sub committees the efficient running of the affairs of the Association.

4.2 The Executive Committee shall appoint the Chairman of each Committee from amongst the members and decide the number of each Committee from within or outside the office, the terms of reference and the tenure of office.

4.3 The Executive committee may at its sole discretion remunerate or reward any Committee members or staff of the Association appointed by them.

4.4 At any Committee or sub committee meeting the quorum is 50 of the membership or two third whichever is the lower.

BYE –LAWS 5 MEETINGS

5.1 Annual General meeting shall be held not later than 6 months after the financial year end to transact the following business;

- a) To receive Annual Report of the Executive Committee
- b) To receive Audited Accounts for the preceding year.
- c) To note and accept new members of the Association
- d) To elect members of the Executive Committee in place of those retiring.
- e) To appoint and fix Auditors remuneration for the ensuing year.
- f) To transact any other business.

5.2 A member wishing to bring before the annual General Meeting any motion not relating to the ordinary annual business of the Association may do so provided:

- a) that notice in writing of the proposed motion be sent or given to the Secretary and be received by him not later than 45 days before the date of the annual General Meeting and;
- b) That the notice of the proposed motion be accompanied by notices in writing from not less than two members entitled to vote at the annual general meeting expressing their desire that the proposed motion should be brought before the annual; general meeting and
- c) That proposed motion relates to matters affecting the Association.

5.3 Extraordinary General Meeting may be convened in accordance with a resolution of the Executive committee or at the request of the Chairman or up on a requisition signed by three or more members of the Association.

For such a requisition to be acted upon it must be accompanied by a deposit of a sum which in the opinion of the Executive Committee is sufficient to cover the expenses incidental to the summoning and holding of the meeting. The secretary shall

convene an Extra ordinary General meeting stating fully the objectives for which it is called. Every such meeting shall be held within twenty -eight days of passing such a resolution or the receipt of such request or requisition.

In the event of the proposal of the requisition being carried the deposits shall be refunded in full.

5.4 An annual or Extraordinary General Meeting of the Association shall be called by at least 14 (fourteen) days notice in writing. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it is given and shall specify the place, the day and hour of the meeting and in the case of business other than the ordinary annual business of the Association, the general nature of that business. In the case of an annual general meeting the Secretary shall also send to each member with such notice a copy of the annual report of the Executive Committee, a copy of the accounts of the Association with the auditors report thereon, a list of the persons nominated or deemed to be nominated as auditors and particulars of all motions to be brought before the meeting under bye law 5.2 above.

5.5 At any Annual or Extraordinary Meeting of the Association 5 member or 25% of membership, whichever is lower constitute a quorum for transacting business at such a meeting.

5.6 If within 30 (thirty) minutes of the appointed time of a meeting a quorum is not attained the Chairman may adjourn the meeting and fix another date for the meeting at which meeting no quorum shall be required.

5.7 Subject to 5.8 below, all matters before any Annual or Extraordinary General Meeting of the Association shall be decided by simple majority vote. New members are not entitled to vote before they are noted and accepted at an Annual General Meeting.

5.8 Notwithstanding any provision herein a vote of two thirds (2/3) of the voting members present shall be required for a decision on the following:

- i) Amendments of the Constitution
- ii) Adoption and / or Amendment to the Bye-laws
- iii) Removal of the Auditor other than ordinary retirement.

5.9 At any annual or extraordinary General meeting of the Association voting shall be by a show of hands unless a poll is demanded by at least 10 members present in person or proxy

5.10 If a poll is duly demanded or required to be taken or it shall be taken , it shall be taken in such a manner as the Chairman shall direct and the result of the poll shall be deemed to be the resolution of the meeting at which the poll is demanded.

5.11 In the case of equality of votes whether on show of hands or on poll the Chairman of the Meeting at which the show of hands takes place or at which the poll is demanded is

required to be taken shall be entitled to a second or casting vote.

5.12 Subject to 5.7 above on a show of hands ,every member present in person shall have one vote and on a poli every member present in person or by proxy shall have one vote.

5.13 On a poll ,vetos may be given personally or by proxy.The instrument appointing a proxy shall be in writing under the hand of the appointor and shall be deemed to confer authority to demand or join in demanding a poll.

5.14 Aproxy must be a member of the Association.

5.15 The instrument appointing a proxy, if any ,shall be sent or given to the secretary so as to be recieved by him not less than 48hours before the time for holding the meeting.

5.16 The instrument appointing a proxy shall be in the following form(or as near thereto as circumstances admit) or in such other form as the Executive Committee may from time to time determine,or accept;-

The Tanzania Animal Feeds Manufacturer`s Association

I,.....of
(address).....being a member of the above named
Association hereby
appoint.....who is a member of
the said Association as my proxy to vote for me and on my behalf at the (Annual
General Meeting or Extraordinary) meeting of the Association to be held
on.....and at my adjournment thereof.

Signed this.....day of.....19.....

5.17 Proper minutes shall be recorded of all resolutions and proceedings of the meeting of the Association and every minute signed by the Chairman of the meeting which it relates or by the Chairman of the subsequent meeting shall be sufficient evidence of the facts therein stated.

BYE -LAW 6 STAFF

The Executive Committee shall appoint officers of the Association and such other staff or agents as the committee may deem necessary on such terms and conditions as to remuneration and otherwise as the Committee shall think fit and remove any of them.Subject to these bye laws the Executive Committee shall determine the duties of the officers and such other staff and agents.

BYE-LAW 7 DISCIPLINE

7.1 The Disciplinary organ referred to under bye-laws 3.5 shall consider any complaint against a member alleged to have committed a misconduct,whether committed before or afte his admission to the Association.

.2 A member shall be liable o disciplinary action in accordance with this section in any of the following:-

- (a) If in the course of carrying out his business or otherwise he/she has been guilty of misconduct.
- (b) If he/she has manufactured animal feeds or conducted his/her business inefficiently or incompetently to such extent or on such a number of occasions as to bring discredit to himself or the Association.
- (c) If he has been subject to an adverse finding in relation to his business conduct, efficiency or competence by the Disciplinary organ.
- (d) Any other cases as may be determined by the Disciplinary organ from time to time.

7.3 It shall be the duty of every member and of any person to bring to the attention of the Secretary of the Association any facts or matters indicating that any member may have become liable to disciplinary action as aforesaid under the provisions of this section and in any such case it shall be the duty of the Secretary to lay down such facts and matters before the Disciplinary organ.

7.4 On receipt of a formal complaint as aforesaid the Disciplinary organ shall first of all decide whether in its opinion the complaint is one which give rise to or includes questions of public concern and if in all circumstances the complaint ought to be dealt with.

- 7.5 Where the Disciplinary organ is of the opinion that a complaint referred to it ought to be dealt with, it shall as soon as practicable notify the defendant of the nature of the complaint and of the time and place fixed for hearing. The Disciplinary organ shall give him a reasonable opportunity of being heard before it and shall, if he so desires permit him to be represented before it by a counsel or by a solicitor or by a member of the Association. If the defendant does not attend the hearing fixed as aforesaid, then provided the Disciplinary organ is satisfied that appropriate notice of that hearing was given to the defendant, the Disciplinary organ may proceed to hear the complaint in the absence of the defendant.
- 7.6 If the Disciplinary organ is of the opinion that the complaint has been proved in whole or in part, it shall make a finding to that effect and in that event it may make any one or more of the following decisions having regard to the status of the defendant and the committee's views as to the nature and seriousness of complaint and any other circumstances which the Committee considers relevant:-
- (a) That the defendant be excluded from membership.
 - (b) That he be suspended from membership for such period not exceeding 6 months as shall be specified in the order.
 - (c) That he be reprimanded.
 - (d) That he be fined a sum not exceeding T.shs. 50,000/=
- 7.7 In the event of the Committee failing to discipline a Committee member or an ordinary member then any aggrieved or any person can refer the matter to the annual general meeting.

- 7.8 Any aggrieved person may appeal to the annual general meeting provided that he/she communicates his/her intention to appeal to the Executive Committee within 30 days of receipt of the disciplinary letter, and in any case before the AGM, without regard to bye-law 5.2 above provided that he hands his appeal to the Secretary 48 hours before the Annual General Meeting and pays any fine demanded.
- 7.9 The Annual General Meeting will debate the appeal and decide on it. Where the decision of the AGM is in favor of the complainant the Disciplinary organ's decision will be reversed accordingly.

8 ACCOUNTS AND AUDIT

- 8.1 The Treasurer under the direction of the Executive Committee shall cause proper books of account to be kept.
- 8.2 Proper books of account shall mean such books or records as necessary to present fairly the state of Association's affairs and to explain its transactions.
- 8.3 The books of account shall be kept at the registered office of the Association or such other places as decided upon by the Executive Committee.
- 8.4 Within three months after the close of each financial year of the Association, an audit shall be made of the financial statements (i.e. income and expenditure account, balance sheet, funds flow statements and any other statements as will be determined by the Executive Committee from time to time) of the Association by the Auditor.
- 8.5 The AGM shall appoint an Auditor who is a member of the NBAA to hold

office until the end of the next AGM.

8.6 The Auditor so appointed pursuant to 8.5 above shall be eligible for re-appointment.

8.7 A member of the Executive Committee shall not be appointed an Auditor for the purpose of this clause.

8.8 An Auditor once appointed shall not be removed other than by ordinary retirement unless clause 5.8 (iii) is fulfilled.

8.9 The remuneration of the Auditor shall be fixed by members at the AGM.

9: FEES

9.1 Membership admission fees will be Tshs. 50,000/=

9.2 Annual subscription fees will be Tshs. 10,000/= (200,000/=) payable in January or with the membership fees. Annual subscription is payable regardless of date of joining as a member.

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TATCO,
P.O. Box 40450,
DAR ES SALAAM.

Jumbo Farm,
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SUKITA,
P.O. Box
DAR ES SALAAM

Boko Hartchery & Poultry Farm,
P.O. Box 3516,
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NAPOCO
P.O. Box 9391
DAR ES SALAAM

JOESTA FARM LTD,
P.O. Box 4740,
DAR ES SALAAM

Interchick,
P.O. Box 5774,
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Karati Investments,
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P.O. Box 5281,
DAFA Animal Feeds (Mr. Mndolwa)
DAR ES SALAAM.
63271/63243/64871/64467/64859

P.O. Box 45,
DAR ES SALAAM.
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Coast Feeds,
P.O. Box 5236

Mbagala Farmers Enterprises,
(Attention. Mr. J.S. Makundi),

DAR ES SALAAM

Tel. 63303

TATCO,

P.O. Box 2287,

DAR ES SALAAM

Igo Animal Feeds Company Ltd

P.O. Box 4087

DAR ES SALAAM- Tell: 21007

Azania Feeds,

P.O. Box 7903,

DAR ES SALAAM

Tel. 48951

Kibaha Education Centre,

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DAR ES SALAAM – Tell 20290

M/S Chickways Ltd

Att: Mr. Kimaro Ukonga

P.O. Box

DAR ES SALAAM

Officer Incharge,

Animal Feeds Plant,

National Services,

P.O. Box

Ruvu

NETALASO CO. LTD,

DAR ES SALAAM