



TANZANIA CHAMBER OF COMMERCE INDUSTRY & AGRICULTURE

REGULATIONS

(...made under TCCIA MEMARTS and its amendments, 2017)

Tanzania Chamber of Commerce,
Industry and Agriculture (TCCIA)
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TCCIA REGULATIONS

PART 1

PRELIMINARY PROVISIONS

1.1 Preamble

These *Regulations* are a set of practical guidelines written in order to clarify the Memorandum and Articles of Association of the Tanzania Chamber of Commerce, Industry and Agriculture (TCCIA) and ensure smooth operation of the Organization. It is on this ground that TCCIA establish these regulations.

1.2 Definitions

Tanzania Chamber of Commerce, Industry and Agriculture ("TCCIA" or "Chamber") is the legally registered business association for the purpose of promoting business and enhancing the national economy through trade and investment facilitation in the United Republic of Tanzania.

Articles of Association ("Articles") are the basic rules with regard to the founding and organization of the Chamber as approved on 29th September 2017 by the Annual General meeting. They apply to all Members of the Tanzania Chamber of Commerce, Industry and Agriculture at National, Regional (including Diaspora), District levels and District Sub Branches.

1.3 Interpretation

“**Affiliate/Associate Members**” shall mean Associations with common objectives to the Chamber;

“**Associations**” shall mean registered institutions other than the Chamber constituting, respectively, merchants, traders, manufacturers, producers, marketers, professional services and construction bodies;

“**Board**” shall mean the Board of Directors of the Chamber as per Article 33;

“**Branch**” shall mean TCCIA Branch established at each District Capital of Tanzania Mainland;

“**Business Support Organization**” shall mean any institution which renders support to the business community;

“**Commerce, Industry and Agriculture**” shall not be construed in the narrow sense but in addition shall include and embrace such activities as mining, tourism, merchant activities, fisheries, professions and services;

“**Corporate Members**” shall mean a Multinational company or any local corporate company with a national coverage or a network of branches.

“Council” shall mean the National Executive Council of the Chamber, the Region Executive Council, the District Branch or Sub-Branch Executive Council as the case may be;

“Groups of Micro-enterprises” shall mean groups of individuals that are established for the purpose of undertaking economic activity whereas individual members do not qualify to become members of the Chamber;

“Honourary Members” shall mean a person appointed by the National Executive Council as appreciation for the outstanding contribution to the development of the private sector and the Chamber in particular;

“Licensed farm” shall mean a piece of land that has been approved for conduct business activities;

“Management Committee” shall mean the Officers of a Regional Chamber or of a District Branch or of a Sub-Branch and any other members elected to the Committees by respective Executive Councils;

“Management” shall mean the Executive Director or Executive Officer and all staff under them;

“Officers” shall mean President, Vice Presidents, Chairperson, Vice Chairpersons, Treasurer and Honourary Secretary elected pursuant to Articles 18, 19, 69 and 94;

“Ordinary Members” shall mean members of the Chamber who are licensed or recognized trade operators, sole proprietors, partners, bodies, corporate, cooperative societies, professional service institutions and foreign companies which have established a place of business in the United Republic of Tanzania;

“Professional Association” shall mean any organization whose members belong to the same profession;

“Regional Chamber” shall mean Tanzania Chamber of Commerce, Industry and Agriculture established at Regional level;

“District Chamber” shall mean Tanzania Chamber of Commerce, Industry and Agriculture established at District level;

“Registered licensed business” shall mean any business with legal status;

“Returning Officer” shall mean any person among the senior TCCIA staff appointed by the Board or the Management Committee at the National, Regional and District levels respectively to carry out and coordinate the election process within the policies and procedures established by the TCCIA MEMARTS and Regulations.

“Sectoral Association” shall mean any organization, which provides Business support services to its members who all belong to the same economic sector;

“Sole proprietor” shall mean a person who owns a business entity alone.

“Standing Committee” shall mean a permanent committee with specified responsibility.

“Sub Branch” shall mean a branch of the Chamber established at any place within the District but not at the District capital;

“Surveyed farm” shall mean a piece of land which has been assessed by a valuer and for which there is a title deed;

“The Act” shall mean the Companies Act (Chapter 212) and every statutory modification or re-enactment thereof for the time being in force;

“The Chamber” /“ Company”/ ”TCCIA” shall separately mean The Tanzania Chamber of Commerce, Industry and Agriculture.

“The month” shall mean calendar month;

“The Seal” shall mean the common seal of the Chamber;

“The year” shall mean calendar year;

“Unlicensed farm” shall mean a piece of land that has no legal approval of conducting business activities;

“Youth Members“ shall mean members of the Chamber at the age of 18 to 35years.

“ Diaspora” shall meanTanzania Chamber of Commerce, Industry and Agriculture branches established in foreign countries.

PART II

TCCIA MEMBERSHIP

(QUALIFICATIONS, ADMISSION, RIGHTS & OBLIGATIONS, CESSATION)

2.1 Membership Qualifications

Pertinent to article 7 of the TCCIA MEMARTS, any aspiring member shall be required to fulfill the following:

2.1.1 National Level

The aspiring member at the National level shall possess and submit the following to the Executive Director:

- a) Incorporation Certificate or Extract (in case of Business Name Registration)
- b) TIN/ VAT Certificate
- c) Valid Business License
- d) Permit or any relevant document/s related to line of business he/she is operating
- e) Company MEMARTS
- f) Audited Accounts or Financial Statements
- g) Two Passport Size photographs (of Directors)
- h) Physical address of Business Premises or sketch map and contacts
- i) Land occupancy certificate or ownership/lease document from the relevant authority (in case the applicant is doing commercial farming/agriculture)
- j) Copy of National Identification Number or Passport.

2.1.2 Regional Level:

The aspiring member at the Regional Chamber shall possess and submit the following to the Executive Officer:

- a) Certificate of Incorporation or Extract (in case of registered Company or Business Name)
- b) TIN/ VAT Certificate
- c) Valid Business License
- d) Permit or any relevant document/s related to line of business he/she is operating
- e) Company MEMARTS
- f) Audited Accounts or Financial Statements (Optional)
- g) Two Passport Size photographs (of the applicant)
- h) Physical address of Business Premises or sketch map and Contacts
- a) Land occupancy certificate or ownership/lease document from the relevant authority (in case the applicant is doing commercial farming/agriculture)
- i) Copy of National Identification Number/Passport

2.1.3 District and Sub District level

The aspiring member at Districh Chamber shall possess and submit the following to Honorary Secretary:

- a) Certificate of Incorporation or Extract (in case of registered Company or Business Name)
- b) TIN/ VAT Certificate
- c) Valid Business License
- d) Permit or any relevant document related to line of business he/she is operating
- e) Company MEMARTS (Optional)
- f) Audited Accounts/Financial statement (Optional)
- g) Two Passport Size photographs (of the applicant)

- h) Physical address of Business Premises or sketch map and Contacts
- i) Land occupancy certificate or ownership/lease document from the relevant authority (in case the applicant is doing commercial farming/agriculture)
- j) Copy of National Identification Number/Passport

2.2 Procedure of Membership Admission

The membership becomes effective with:

- a) the submission of the duly completed membership application form,
- b) fulfillment of the requirements provided by section 2.1 above,
- c) payment of the relevant fees (entrance and annual subscription fees) provided by the MEMARTS
- d) approval of the Membership Committee
- e) If the application is approved the applicant will be issued with
 - TCCIA membership Certificate and
 - Copy of TCCIA MEMARTS

2.3 Cessation of Membership

TCCIA membership may come to an end due to the following circumstances:

- a) Resignation giving a written one-month notice. The following process shall be followed:
 - submit a letter of intention of resignation to the Executive Officer or Executive Director who will present to the membership committee,
 - the membership committee shall discuss and provide recommendations to the Management Committee or the TCCIA Board.
 - the Management Committee/ Board of Directors shall forward to the Executive Council and submit later on to the Annual General Meeting for endorsement.
 - the member applying for resignation will be given the letter of acceptance to resign.
- b) Death (for the case of an individual membership):
 - after receiving death notification from a reliable source (company, next of kin)
- c) Dissolution of a company:
 - after receiving official notification of the Directors resolution to dissolve the company
 - recommendation by the membership committee after due process
- d) Bankruptcy:
 - receipt of official notification of the company bankruptcy
 - recommendation by the membership committee after due process

2.4 Membership Rights

Members of the Chamber have been conferred rights by the TCCIA MEMARTS and they apply only to active members. Broadly, the TCCIA membership rights are:

(i) Right of Access to Documents and Books

Members of the Chamber have the right to obtain copies of Memorandum of Association; Articles of Association; Annual Report including Report from the President; and Financial Statements. Members have the right also to inspect Register of Members; Register of Investments; Minute Books of general meetings; and all returns filed by the Chamber.

(ii) Right to Make Fundamental Decisions of the Chamber

Certain fundamental decisions are the exclusive power of the general meetings of the members of the Chamber wherein decisions are made by members by passing of resolution (ordinary or special as the case may be): changing registered office; authorizing increase of membership fees and subscriptions; waiving preemptive rights; buying shares; amending articles of association; delisting; acquisitions, disposals, mergers and takeovers; changes to Chamber's business or objectives; making loans and investments beyond prescribed limits; authorizing the board to: sell or lease major assets; borrow money, and appoint sole selling agents and apply to the court for the winding up of the company.

(iii) Right of Participation in General Meetings

Members shall have the right to receive the notice of the general meetings specifying the meeting place and time and the agenda of the meeting. They have the right to attend the general meeting in person or through proxy. Members can speak at the meeting, vote by show of hands or demand a poll. They have the right to vote in case of voting by poll.

Members shall have the right to call an annual general meeting (AGM) if the existing leadership has defaulted in conducting the AGM. They have also the right to demand calling of Extra-ordinary General Meeting (EGM) for discussing any emergent item. The requisition for an EGM must be signed by at least half ($\frac{1}{2}$) of the active members of the Regional Chamber stating the purpose for which the meeting is to be called.

(iv) Right as to Accounts and Audit

TCCIA members shall have the right to appoint the auditor and fix his remuneration. Auditors can be removed by the members by passing a resolution at the general meeting. The annual accounts of the Chamber are required to be passed at the annual general meeting.

(v) Right Against Mismanagement of the Chamber

Members shall have the right to intervene in matters of mismanagement by the majority. They shall have the right to instruct the Board or Management to terminate or modify agreements entered into by the Chamber or remove/reelect the Board members. Members shall have the right to ask for investigation in the affairs of the Chamber. They shall also have the right to voluntarily wind up the affairs of the Chamber by passing a resolution by two thirds majority vote at a general meeting in compliance with the provisions of the TCCIA MEMARTS and Companies Act.

2.5 Membership Obligations

TCCIA members shall observe the Articles of Association and the Regulations of the Tanzania Chamber of Commerce, Industry and Agriculture and the decisions of the organs of the chamber. Below are the membership obligations:

(a) Payment of membership subscription fees

- (i) Subscription fees shall be paid annually (calendar year)
- (ii) Fees will be paid within the first three months after it is due
- (iii) Failure to pay within the first three months, a member shall forfeit some of the

services and rights. Such services will be defined by the respective local Chambers

- (iv) Failure to pay after six months, a member shall forfeit all of the services
- (v) Membership shall cease upon failure to pay subscription fees for three consecutive years.
- (vi) The member will continue to be a member for three years but shall have forfeited all of the rights as per constitution. Services will be renewed only after all dues have been paid.

(b) Participation in Chamber activities

- (i) For every member to be considered as an active member is obliged to participate in chamber activities.
- (ii) A calendar of Chamber activities will be prepared and circulated to every member semi-annually.
- (iii) Every TCCIA member has an obligation of upholding highest business ethics and be a good ambassador of the Chamber.

PART III

ELECTION OF TCCIA LEADERSHIP

3.0 Election of TCCIA leaders

As much as possible, the Chamber shall reflect the diversity of members of the respective area both as individual members and company representatives, bearing in mind such attributes as the age, experience, professionalism, gender, social interests and cultural background of individuals who make up the Chamber membership.

Every member of the Chamber is a potential leader. However, his/her eligibility will be subject to criteria set under these regulations.

3.1 Leadership Qualifications

A member aspiring for leadership position at different levels of Chamber shall fulfill the following basic qualifications:

(a) National TCCIA Leadership

- (i) Shall be a practicing and vibrant business person.
- (ii) Members aspiring for the President and Vice-President positions must have a proven good leadership track record and highest degree of integrity to the public.
- (iii) Shall provide audited accounts or Financial Statements of his business for the past two years
- (iv) Shall provide evidence of compliance to statutory obligations
- (v) Shall provide evidence of payment of membership subscription fees for the past two years that should not be in arrears.
- (vi) Shall have not been convicted of any felony or criminal offence.
- (vii) Shall have a minimum academic qualifications of Ordinary Diploma level or equivalent
- (viii) Shall not exceed a maximum age of 70 years old as provided by the law of the land
- (ix) Shall submit all relevant documents provided under sub-section 2.1.1 of these regulations.
- (x) Any leader upon being elected shall sign TCCIA Code of Conduct and Ethics.

- (xi) A candidate aspiring for TCCIA leadership at National level shall be required to pay non-refundable application fee accordingly as provided below:
- Shilings Two Hundred Thousand (200,000/=) for President and Vice-Presidents aspirants,
 - Shilings One Hundred Thousand (100,000/=) for Councilors and Board Member aspirants

(b) Regional Chamber Leadership

- (i) Shall be a practicing and vibrant business person.
- (ii) Members aspiring for the Chairman and Vice Chairman positions must have a proven good leadership track record and highest degree of integrity to the public.
- (iii) Shall provide audited accounts or financial statements of his/her business for the past two years.
- (iv) Shall provide evidence of compliance to statutory obligations
- (v) Shall provide evidence of payment of membership subscription fees for the past two years that should not be in arrears.
- (vi) Shall have not been convicted of any felony or criminal offence
- (vii) Shall have a minimum academic qualifications of ordinary level education.
- (viii) Shall not exceed a maximum age limit of 70 years as provided by the law of the land
- (ix) Shall be required to submit all relevant documents as provided under subsection 2.1.2 of these regulations.
- (x) Any leader upon being elected shall be obliged to sign TCCIA Code of Conduct and Ethics.
- (xi) A candidate aspiring for TCCIA leadership at the Regional Chamber shall be required to pay nonrefundable application fee accordingly as follows:
 - (a) Shilings Fifty Thousand (50,000/=) for regional Chairmain, Vice-Chairman and and Honorable Treasurer.
 - (b) Shilings Twenty Thousand (20,000/=) for Councilors.

(c) District Branch Leadership

- (i) Shall be a practicing and vibrant business person.
- (ii) Shall provide a financial statements of his company or business for the past two years
- (iii) Shall provide evidence of compliance to statutory obligations
- (iv) Shall provide evidence of payment of membership subscriptios fees for the past two years that should not be in arrears.
- (v) Shall have not been convicted of any felony or criminal offence
- (vi) Shall have a minimum academic qualifications of ordinary level education
- (vii) Shall not exceed a maximum age of 70 years old as provided by the law of the land
- (viii) Shall be required to submit all relevant documents as provided under section 2.1.3 of these regulations.
- (ix) Any leader upon being elected shall be obliged to sign TCCIA Code of Conduct and Ethics
- (x) A candidate aspiring for TCCIA leadership at District Branch shall be required to pay nonrefundable application fee as follows:
 - (a) Shilings Twenty Thousand (20,000/=) for District Chairman, Vice-Chairman and Treasurer
 - (b) Shilings Ten Thousand (10,000/=) for aspirants of the Council members (Councilors)

(d) Sub District Branch Leadership

- (i) Shall be a practicing and vibrant business person.
- (ii) Can provide (if available) financial statements of his company or business for the past two years (optional).

- (iii) Shall provide evidence of compliance to statutory obligations
- (iv) Shall provide evidence of payment of membership subscription fees for the past two years that should not be in arrears
- (v) Shall have not been convicted of any felony or criminal offence
- (vi) Shall have a minimum academic qualifications of ordinary level education
- (vii) Shall not exceed a maximum age of 70 years old as provided by the law of the land
- (viii) Shall be required to submit all relevant documents as provided under subsection 2.1.3 of these regulations.
- (ix) Any leader upon being elected shall be obliged to sign TCCIA Code of Conduct and Ethics.
- (x) A candidate aspiring for TCCIA leadership position at Sub-District Branch shall be required to pay nonrefundable application fee accordingly as follows:
 - (a) Shilings Twenty Thousand (20,000/=) for District Sub-Branch Chairman, Vice-Chairman and and the Treasurer.
 - (b) Shilings Ten Thousand (10,000/=) for Councilors

3.1.2 Elections' Procedures

Every aspiring leader shall be obliged to adhere to the following procedures:

- a) The Executive Director (at National level), the Executive Officer (at Regional level) and Honorary Secretary (at District and Sub-Branch) shall issue to the members a notice of election 45 days before the election date.
- b) Aspiring candidates shall declare their intention by completing a prescribed leadership application form. The forms shall be issued by the appointed returning officer.
- c) Aspiring candidates shall submit the duly completed application forms to the returning officer within thirty days from the date of notice of election or fifteen days (15) prior to the scheduled date of election. The submission may either be in hard copies or electronically.
- d) The election committee shall meet and interview the candidates within five days after the submission deadline.
- e) The aspiring candidates shall be required to appear in person for interview before the election committee as per released schedule
- f) Election committee shall submit a report of election process to the Board or Management Committee for affirmation.
- g) The Chairman of the Election Committee shall notify the nominated candidates seven days before the scheduled date of election.

3.2 Guidelines of the Election Process

- a) The outgoing President or Chairman shall declare the resignation of the entire leadership to allow the election process of the new leadership.
- b) The immediate past President or Chairman shall supervise the election and assisted by the returning officer appointed by the Board.
- c) Voting at the election shall be by secret ballot - "one member one vote".
- d) Ballot papers shall be specifically prepared, carefully counter-checked and handed over to the election supervisor.

- e) The casted ballot papers shall be collected in empty transparent containers.
- f) Counting of the casted ballot papers shall be done immediately after voting within the election room. Each candidate shall appoint a representative during the counting.
- g) Counting of the casted ballots shall be done by the members appointed randomly by the election supervisor.
- h) In the event of any tie of votes, the election shall be repeated.
- i) Only valid votes shall be counted.
- j) The results of the election shall be announced by the election supervisor immediately after counting votes.
- k) The newly elected leaders shall take over their respective offices upon announcement of the results.
- l) The casted ballot papers shall be preserved in a safe place for one year.
- m) In the event of election at the National level, the immediate Past President shall preside over the proceedings. While at the Regional level, according to Article 77(b), the President of the Chamber or his representative shall preside over the proceedings. Notice of such elections should be sent to the Chamber Headquarters at least twenty one days before the date of elections.

3.3. The Election Committee

For the purpose of impartiality and transparency, there shall be an election committee.

3.3.1 Appointment of Election Committee Members and its Composition

- a) The Board shall appoint election committee members comprised of a minimum of five members and maximum seven members.
- b) The committee shall be formed by respectable, professional and persons of diverse background such as lawyers, administrators, judges, businessmen, academicians etc.
- c) Committee members shall be appointed one month before the election date.

3.3.2 Functions of Election Committee

- a) Assess the information provided by each leadership aspirant against the established qualifications and desired competencies. For certain elective positions, the Elections Committee also may check the aspirant's references and interview the leadership aspirants.
- b) Prepare evaluation report of aspirants and submit to the Board
- c) Advise the Board on the electoral matters for the purpose of improving the election process of the Chamber leadership.

3.4 The Appeals Committee

For the purpose of impartiality and transparency, there shall be an Election Appeals Committee. The Appeals Committee is an independent Committee responsible for adjudicating appeal matters that involve candidate eligibility and non-compliance conduct of individual involved in TCCIA leadership elections. Note: The Appeals Committee shall have no jurisdiction over the candidates nomination process.

3.4.1 Composition of the Appeal Committee

- a) The Appeal Committee shall be comprised of three members.
- b) The committee members shall be formed by respectable, professional and persons of diverse background such as lawyers, administrators, businessmen, academicians etc.
- c) The members of Appeal Committee shall be appointed by the National Executive Council that can be otherwise delegated to the Board.

3.4.2 Functions the Appeal Committee and Appealing Procedure

The Election Appeal Committee shall have the following functions:

- a) Hearing of election appeals
- b) Announcing of the appeals results
- c) Advising the Board on behalf of National Executive Council on the electoral matters for the purpose of improving the election process of the Chamber.

3.4.3 Appealing Procedure

- (i) The Appeal Panel hearing shall be convened within five working days of receiving the written appeal, if the Election has concluded.
- (ii) If the election is currently underway, the panel shall convene within two working days of receiving the appeal.
- (iii) The appellant or appellant group will be permitted to make oral representations before the Appeal panel if they wish.
- (iv) All decisions made by the Appeal Committee shall be final and not subject to further appeal.
- (v) Decisions, including brief written reasons, will be sent both to the appellant and Members of the Board.

3.5 Election Returning Officer

3.5.1 Appointment

- (a) The Board shall appoint the Returning Officer for the National leadership elections and the Management Committee shall appoint the same for the regional and district elections.
- (b) The Returning Officer is responsible for the conduct of elections within the policies and procedures established by the TCCIA MEMARTS and Regulations.
- (c) Any and all decisions specific to the conduct of elections will be made by the Returning Officer.

3.5.2 Responsibilities of the Returning Officer

The Returning Officer shall:

- (a) set the timeline for TCCIA elections;
- (b) provide instructions on the conduct of elections;
- (c) provide standard nomination forms;
- (d) co-ordinate the central dissemination of information about the election;
- (e) convene an information session for potential candidates before nomination period is over
- (f) submit the election committee report to the Board on overall election process and results.
- (g) Keep under safe custody all casted votes for reference

**PART IV
GENERAL PROVISIONS**

4.0 Communication and Chain of Command

- a) For the purpose of implementation of these Regulations, the Executive Officers at Regional Chambers shall report to the Executive Director and will be supervised by respective Regional Chairpersons.
- b) There will be designated officer at the headquarters for coordinating the region chambers.
- c) All Executive Officers should submit implementation reports on quarterly basis to

TCCIA Headquarters electronically as well as hard copy.
- d) There will be system work flows to improve performance and communication within the Chamber network.
- c) Any TCCIA member or leader or employed staff on whatever terms of employment contract who contravenes these Regulations commits an offence, and shall on conviction, be liable to disciplinary actions that will be determined by the National Executive Council at National level and the Management Committee at regional and district Chambers.
