THE CONSTITUTION OF

UPENDO DEVELOPMENT SOCIETY.

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**PART I: INTRODUCTION**

The composition and adoption of the present Constitution of the Non-Governmental Organization named **“Upendo Development Society”** are made this 30th day of November 2001 by the citizens of Tanzania who living in Urban and Rural areas of Kigoma District in Kigoma region.

**CHAPTER 1: ESTABLISHMENT:**

***Art. 1*** (a) The establishment and operational date of the organization is 30th October 2000

(b) The organization has been created and established for unspecified lifetime or duration.

**CHAPTER 2: DESIGNATION**

***Art. 2:*** The name of the organization is **Upendo Development Society**

***Art. 3***: The shorten name of the organization is UDESO

**CHAPTER 3: LOCATION**

***Art. 4***: The organization is physically located in Kigoma rural District at Mwandiga ward.

***Art. 5:*** (a) The postal address of the organization is P.O. BOX 1302 Kigoma, Tanzania.

(b) The main operational areas of the organization are Kigoma-Ujiji, Kigoma Rural District, Kasulu and Kibondo in Kigoma region and Tanzania at large.

**CHAPTER IV: STATUS, VISION, MISSION AND OBJECTIVES**

1. **STATUS**

***Art. 6***: Upendo is a local non profitable and Non-Governmental Organization initiated and created by poor community members living in urban and rural areas of Kigoma region.

***Art. 7***: The organization is not political or religion or one of the tribal organization of Tanzania.

The identification and emblematic slogan of the organization is Solidarity, Reliance and Engagement for local and sustainable development.

**(B) VISION**

***Art. 8:*** The vision of Upendo Development Society is to alleviate poverty and to fight against bad living conditions of poor and vulnerable community members in Kigoma region in Tanzania.

**(C) MISSION**

***Art. 9:*** The mission of the organization is to assist and enable vulnerable population groups like orphans, street children, widows, paupers and uneducated people to become important themselves, their families and the entire community through home basic care, basic education, health support activities, vocational training, human rights promotion and sustainable income generating activities/ projects including agriculture, HIV/AIDS and Malaria fighting, carpentry, farming, fishing, lobbying and advocacy on human rights and national policy issue in order to fight against poverty in Kigoma region and Tanzania in general.

**(D) OBJECTIVES**

***Art. 10***: The main objectives of establishing this organization are:-

* To promote basic education for all and vocational training in order to give hope and life to the orphans and vulnerable widows and paupers and uneducated people of Kigoma region.
* Encouraging and helping vulnerable population groups including orphans, street children, widows, paupers and uneducated people to improve their status and develop all their possibilities and capacities (intellectuals, morals, social…) so that they may be able to re-integrate and to find again as rapidly as possible their place in their proper society in their community.
* To give and recognize the people with mental disability/disabled people, especially mentally handicapped people human dignity through vocational trainings, home basic care, social and material assistance, and human rights promotion.
* To guide those orphans, widows, paupers and uneducated people who are many in streets of Kigoma municipal and Kigoma rural district because they are more often abandoned by their families and community members, and are forced to take care of themselves. The guiding will take place through the vocational training.
* To assist and re-integrate these vulnerable population groups through implementation of development projects by doing the following:-
* Establishment of educational, vocational training and social integration centers
* Promotion of healthy activities and services especially on HIV/AIDS, Malaria and drug abuse
* Lobbying and advocacy campaign on human rights
* Agricultural environmental preservation and live stock micro-project.
* Support vulnerable population groups in priority orphans, widows, uneducated people, and people with disability
* To assist community members at the grassroots to identify potentials of economy and to mobilize local resources for investment which can create opportunities for helping orphans, widows, paupers, uneducated and people with disability.

**PART II: MEMBERS**

**CHAPTER 5: MEMBERSHIP**

***Art.11***: (a) The membership to Upendo Development Society shall be constituted by the community members of group being served by the organization.

(b) The organization has three categories of members, like Founder members, Subscribed joining members and honorary members.

***Art. 12***: The Founder members are automatically life members of the Upendo Development Society and in the event of health and insanity, their next of kin shall be members of the organization.

***Art. 13:*** The number of the Founder members are 12 (7 women and 5 men) and the current joining or subscribed members are 74 persons (43 women and 31 men), but the Administrative Board with consultancy of the Board of Founder members through General Assembly approval, may from time to time register and increase new members.

***Art. 14:*** The subscribers to the Constitution and such other person as the Administrative Board shall admit to membership shall be members of the organization.

**CHAPTER 6: RIGHTS AND RESPONSIBILITIES**

1. **RESPONSIBILITIES/OBLIGATIONS:**

***Art. 15***: The responsibilities of all members of the organization of Upendo Development Society are:-

* To respect the Constitution and other regulation and execute all recommendations and decision from the General Assembly and or the official organs mandated by the General Assembly or Administrative Board.
* To attend different activities planned and organized by the organization such as meeting, ceremony/cerebrations, manifestation, trainings, volunteering services, income generating activities, home basic care and social assistance services.
* To pay annual members contributions and entry fees,
* To advertise and advocate the organization in good way at any time.

1. **RIGHTS OF MEMBERS**

***Art. 16:*** All members shall, unless stated otherwise elsewhere in this Constitution have:-

* The right to participate fully in all activities of the organization,
* The right to nominate or to be nominated, to elect or to be elected to any office committee of the organization,
* The right to vote at any meeting of the organization.

**CHAPTER 7: CEASING TO BE A MEMBER**

***Art. 17:*** The Administrative Board in consultation with the board of Founder Members and the Executive Director shall decide that the member has ceased to be a member of Upendo Development Society if the member:-

* Is certified insane
* Is voted out of the organization by the majority of the members at the general assembly
* Decides ones volition to resign.

**PART III: ORGANIZATION AND FUNCTIONAL STRUCTURE**

The structure of the organization is divided into the following organs:-

* The General Assembly
* The Administrative Boards and
* The Executive Committee.

**CHAPTER 8: GENERAL ASSEMBLY/MEETING**

***Art. 18:*** The General Assembly is the supreme organ of the organization. With all due respect to the law and in respect to be convention among the board of Founder members, it decides on the following subjects:-

* Fix the number and nominate the numbers of the Administrative Board.
* Elect the Chairperson, Vice Chairperson, Secretary of the organization
* Receive, appreciate and approve the annual administrative and financial reports from the Management Committee through the Administrative Board reporting.
* Endure the status and rules or general regulations of the organization
* Make final decision on the merger, fusion, breaking up and liquidation of the organization.

***Art. 19:*** The General Assembly meets for ordinary session once a year. The extraordinary session take place at the invitation of the chairperson of the Administrative Board or at the demand of (2/3) of the members of the organization.

***Art. 20:*** Each member has by law one vote; voting is secret. A delegated member vote by proxy. Also at all meeting of the General Assembly, the participant shall formulate their own rules of procedures.

**CHAPTER 9: ADMINISTRATIVE BOARD**

***Art. 21***: Within the limits of mission of Upendo Development Society, the Administrative Board receives mandate from the general assembly, takes decision and recommendations in the major interests of the organization through consultation with the board of Founder members.

***Art. 22:*** For its competence, the Administrative Boards:-

* Watches over general orientations and general organizations of Upendo Development Society and adopts the action plans.
* Make follow up of the vision, mission and principle orientation of the organization.
* Adopts the budget and approves accounts
* Promotes fund raising and looks after good management of the patrimony of the organization
* Make follow up the execution of all decisions made by general assembly.

***Art. 23:*** The administrative meets once a quarter period. All Administrative Board sessions shall be convoked and conducted by the chairperson.

***Art. 24:*** The Administrative Board deliberates if a two third quorum attends. On contrary meeting or session is postponed to the eighth day, the members present at the meeting can quit, if convenient and inform those absent. The decisions are taken by majority vote. If vote are equally shared out, the vote of the chairperson or his delegate is preponderant.

***Art. 25:*** The number of Administrative Board cannot exceed ten (10) persons and cannot be under five (5) persons. The mandate of Administrative Board is 3 years renewable. The Executive Director is automatically member of the Administrative Board, but he cannot be elected or appointed chair person.

Also, the board of Founder members will be represented by two (2) or four (4) members in the administrative board.

**CHAPTER 10: EXECUTIVE COMMITTEE**

***Art. 26***: The Executive Committee is composed by the Executive Director, the General Secretary, the Project Development Officer, The Treasurer and Implementing Staff. The mandate of the members of Executive Committee is five years renewable.

***Art. 27:*** The responsibilities of the Executive Committee are following:-

* To execute and follow up all recommendations formulated by the General Assembly and all decisions taken by the administrative Board.
* To manage and ensure functioning of the organization.
* To make financial management of the budget and patrimony of the organization.
* To prepare the monthly, quarterly and annual activities action plans, administrative or narrative and financial report.
* To meet monthly and weekly as often as the interest of the organization services exigent.

***Art. 28:*** The Executive Director receive mandate from the Assembly General, and work under authority of the Administrative Board, and represent the organization for all day to day responsibilities and activities at local, national and international levels.

***Art. 29:*** The secretary is accountable to the Executive Director and him/her in charge of all Administrative activities such as:-

* Social and staff welfare,
* Secretaries’ collection, organization, multiplication and classification of the desires or files and correspondences.
* Preparation and keeping records of the proceeding of the executive committee.
* Dealing with day to day administrative matters.
* Perform any other duties as shall be assigned.
* Performs any other duties as shall be assigned

***Art. 30:*** The Program Officer shall be member of the Executive Committee and answerable to the Executive Director. He/she shall be charged with the following duties:-

* Facilitate project and activities, planning, implementation, monitoring and evaluation.
* Identifying community needs and come up with recommendations.
* Work with the implementation team or staff to develop organizational strategies.
* Link between project, program and communities.
* To ensure timely and effective completion of all projects.
* To prepare annual and quarterly project implementation reports.
* Performs other duties as shall be assigned.

Art 31: The treasurer shall be member of the executive committee and answerable to the executive Director. He or she shall be charged with the following duties:-

* Acquisition and disbursement of funds
* Accounting and reporting in all financial activities
* To keep proper reports of income and expenditure and keep proper books of Account
* To prepare or cause to be prepared audited annual statement of account
* To be responsible for salaries and wage payment of payment staff and casual laborers
* To prepare or cause to be prepared the budget of the organization.

***Art. 32***: The implementing staff; the Executive Committee shall recruit any other such staff as may be required from time to time in consultation with the Administrative Board in approval of the board of Founder members for the following duties or activities:-

* Community strengthening
* Non-formal education
* Integrated care and support for vulnerable
* Income generating projects or activities
* Vocational trainings
* Community capacity building
* Children and women human rights advocacy
* Voluntarism and home basic care, etc….

**PART IV: CAPITAL OF THE ORGANIZATION**

**CHAPTER 11: SOURCE OF THE CAPITAL AND PATRIMONY**

***Art. 33***: The capital of the organization shall be constituted from the following resources:-

1. Annual contributions from members
2. All membership fees
3. Aid and grants from donors and benefactors or well wishers
4. Income from income generating projects and activities
5. Valid government or banking or private subsides and loans
6. Valid time to time contributions from Honorable Trustees

**CHAPTER 12: FINANCIAL MANAGEMENT**

**Art. 34:** The organization will open and operate a Bank account or Accounts with the local banks or branches of banks.

***Art.35***: All the financial document including cheques shall bear a minimum of three signatories provided that the signature of chairperson and Program Officer shall be essential signature plus at least one of the following; Treasurer or Administrative Secretary

**PART V: FINAL RULES**

**CHAPTER 13: ADOPTION OF THE CONSTITUTION**

***Art. 36:*** The organization shall be run and managed subject to the strict observance of the rules contained in this Constitution adopted this 30th day of November 2001 by the Founder and subscribed members of Upendo Development Society accordance with the provisions of the minutes of the meeting creating the organization in October 2000

**CHAPTER 14: AMENDMENT OF THE CONSTITUTION**

***Art. 37:*** The rules contained in this Constitution shall not be amended and changed except by resolution of the General Assembly and only when two third of those present and voting members shall vote in favor of such amendment.

**CONCLUSION AND SIGNATURES**

***Art. 38*:** This constitution has been approved by the signatories those are founder and subscribed members and is modifiable only by the General Assembly up on the demand of the Administrative Board or the 2/3 of members.