

# THE TANZANIA SICKLECELL WARRIORS ORGANISATION

**(TASIWA)**



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## THE CONSTITUTION OF TANZANIA SICKLE CELL WARRIORS ORGANIZATION

## **1. PART ONE: PRELIMINARY PROVISIONS**

### **1.1. PREAMBLE**

**Whereas** we Sickle cell parents, patients and other stakeholders living in the United Republic of Tanzania, guided with the passion and zeal of promoting healthy community.

**And whereas** we believe that it is our duty and responsibility to participate in the struggle against the sickle cell disease and its negative impacts to social economic wellbeing of our nation.

**Whereas** we believe this struggle is massive and challenging, we shall cooperate with all branches of the Governments, international agencies and non-state actors.

**NOW, THEREFORE**, we parent and partners of the sickle cell disease and other stakeholders do hereby form the Tanzania Sickle Cell Warriors Organization.

### **1.2. Interpretations:**

In this Constitution, unless the context requires otherwise: -

“**Board**” means the Board of Directors of Tanzania Sickle Cell Warriors Organization.

“**Chair**” means the Chair of the Tanzania Sickle Cell Warriors Organization.

“**Constitution**” means this constitution establishing the Tanzania Sickle Cell Warriors.

“**Executive Director**” means the Executive Director of the organization as established under article 5.3.8 (ii) of this constitution.

“**Special Resolution**” means a resolution which can only be passed by a three – quarters majority of members attending the AGM.

The “**Seal**” means the common seal of the Board of Directors of the organization.

“**Organization**” means the Sickle Sell Warriors Organization

## **2. PART TWO: NAME, REGISTRATION, HEAD OFFICE, AND AREA OF OPERATION**

**2.1. NAME:** The name of the organization shall be TANZANIA SICKLE CELL WARRIORS abbreviated as **TASIWA**.

**2.2. REGISTRATION:** The organization shall be registered under the Non-Governmental Organization Act No 4 of 2002.

**2.3. HEAD OFFICE:** The head office of the organization shall be anywhere with the region of Mwanza.

**2.4. AREA OF OPERATION:** The organization shall operate in all regions of Tanzania Mainland.

## **3. PART THREE: VISION, MISSION AND OBJECTIVES**

**3.1. VISION:** The community and the Government cooperating to overcome Sickle cell disease and its negative impacts to social and economic wellbeing of the country.

**3.2. MISSION:** To promote the Sickle cell awareness and understanding through education on various channels, with the aim of improving patient care, eradicating misconception and social stigma as well as supporting economically families suffering from the disease directly or indirectly.

### **3.3. OBJECTIVES:**

3.3.1. To conduct various campaigns to bring awareness and understanding of sickle cell disease to the community.

3.3.2. To mobilize the community on the importance of genotype test on Sickle cell.

3.3.3. To foster cooperation among Sickle cell patients, parents/families living with sickle cell patients, caregivers, Government branches and religious organizations, in the struggle against the disease.

3.3.4. To conduct advocacy campaigns focused on breaking down stigmas associated with Sickle cell disease.

3.3.5. To enable and support Sickle Cell patients to access required medical services.

3.3.6. To support parents/ families affected with Sickle Cell to manage treatment and other care cost through various economic empowerment measures.

#### **4. PART FOUR: MEMBERSHIP QUALIFICATION, APPLICATION AND CESSATION**

##### **4.1. Membership qualifications**

Membership shall be open to any person who has the following qualifications: -

- a) Sickle cell patients or has traits of the disease.
- b) Parents or family member of patients with Sickle cell.
- c) They must be citizens of the United Republic of Tanzania.
- d) Their age must be above 18 years.
- e) They should not have been convicted for any criminal offence for a sentence exceeding one year.

##### **4.2. Types of Members**

There shall be the following types of members: -

###### **4.2.1. Founder members**

- a) These are the individuals who have established the organization; and their names appear on the minutes of the first meeting that established the organization.

###### **4.2.2. Ordinary members**

- a) These are individuals who have fulfilled all conditions as provided in section 4.1. (a – e) of this constitution.

###### **4.2.3. Honorary members**

- a) These are distinguished individuals who contribute significantly their time, resources and their expertise in the struggle against Sickle Cell disease.
- b) They will be elected by the Board of Directors of the organization.
- c) They will have no voting rights.

### **4.3. Membership Rights**

- a) The rights to enjoy all services rendered to members of the organization
- b) The rights to elect or elected in accordance with the provisions of this constitutions.
- c) The right to access information about the affairs of the organization
- d) The right to receive annual and other reports of the organization
- e) The right to participate fully and freely in the activities and affairs of the organization.
- f) The right to receive publications about the organization
- g) The right to be heard during disciplinary processes.

### **4.4. Member's duties and responsibilities**

Every member of the organization shall have the following duties and responsibilities;

- a) To adhere to this constitution, rules, regulations and decisions made by Annual General Meetings or Board of the Directors.
- b) To pay subscriptions and other fees within prescribed time.
- c) To implement all activities assigned to them by the organization as per the instructions given.
- d) To be faithful, loyal and dutiful in promoting the image and the objectives of the organization.
- e) To attend all meetings of the organization.

### **4.5. Commencement and Cessation of Members**

#### **a) Commencement**

- i) Any person who wants to be a member shall apply in writing to the Executive Director of the organization
- ii) Application shall be made through prescribed forms provided by the organization.
- iii) Any person will become a member upon fulfilling all conditions set out by this constitution and approved by the Board of Directors of the organization.

#### **b) Cessation**

A person may cease to be a member if: -

- i) He/She dies
- ii) He/She resigns through written notice
- iii) He/She is expelled by the Annual General Meeting for violation of this constitution.

- iv) He/She is convicted for criminal offences in a court of law not exceeding one year.
- v) He/She fails to attend consecutive two Annual General Meetings without any prior notice.

#### **4.6. Membership Readmission**

- i) Any member who has lost membership has the right to re-apply for membership.
- ii) He/She shall apply in writing to the Executive Director of the organization.
- iii) Upon approval by the Board of Directors, he/she will be notified and after payment of all necessary fees he/she will be readmitted as a member.

### **5. PART FIVE: ORGANS OF THE ORGANIZATION**

5.1. There shall be the following principle organs of the organization.

5.1.1. Annual General Meeting

5.1.2. Board of Directors

5.1.3. The Secretariat

#### **5.2. Composition and Powers of Annual General Meeting**

- i) The Annual General Meeting shall consist of all members as prescribed by this constitution.
- ii) Honorary members will be delegates of the meeting with no voting powers.

5.2.1. The Annual General Meeting shall have the following powers: -

- i) Shall lay down general policy guidelines.
- ii) Shall discuss and approve Annual Implementation report and Audited financial reports.
- iii) Shall discuss and approve Strategic Plans and any other project of the organization.
- iv) Shall amend the organization's constitution by a special resolution.
- v) Shall elect the Chair, Vice Chair and other 5 Board Members.
- vi) Shall approve entrance and annual fees upon the recommendation of the Board of Directors.
- vii) Shall form and approve policies and regulations for the smooth operation of the organization.
- viii) Shall expel any leader or member of the organization, if he/she has violated this constitution.
- ix) Shall be held once in a year.

- x) One third 1/3 of paid up members, may at any time demand an extraordinary Annual General Meeting, by notice signed by them specifying the object of the proposed Annual General Meeting and deposit it with the Executive Director.
- xi) And thereupon the Board shall convene an Extraordinary Annual General Meeting accordingly, if the Board, without good cause, fails for 30 days, after that deposition to convene an Extraordinary Annual General Meeting, in accordance with this constitution, the requisitioning members, may themselves convene such Annual General Meeting, at any time within three months after such deposition, provided they bear the cost of the meeting.
- xii) At least a twenty-one (21) days written notice shall be given of an ordinary Annual General Meeting and seven days' written notice of an Extraordinary General Meeting. The notice of meeting shall be issued by the Executive Director.
- xiii) The Chair of the organization shall chair all Annual General Meetings and Extraordinary Annual General Meetings.

### **5.3. The Board of Directors**

There shall be the Board of Directors, that shall be composed and has powers as hereunder stipulated:

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#### **5.3.1. Composition**

The Board of Directors shall be composed of the following

- i) The Chair
- ii) The Vice Chair
- iii) The Executive Director who shall be the ex – officio member of the Board.
- iv) 5 other Board members who will be derived in the following manners: -
  - a) One will be a medical doctor who devotes his/her time in treating Sickle cell patients.
  - b) One shall be an expert in financial management.
  - c) The last three shall be TASIWA members.

#### **5.3.2. Powers**

- i) It shall be the supervisory body
- ii) It shall meet 4 times per year or when the need arises.

- iii) It shall oversee and direct the secretariat so as to achieve the vision, mission and objectives of the organization.
- iv) It shall every year convene the Annual General Meeting, at a time and place it deems fit.
- v) It shall fundraise to implement projects and the organization's Strategic Plan.
- vi) It shall employ the Executive Director and determine terms and conditions of service of the Executive Director.
- vii) It shall determine salaries, job descriptions and other terms and conditions of service of staff members in the service of the organization.
- viii) The quorum of the Board of Directors shall be 5 people.
- ix) The Board shall deal with all matters in respect of membership
- x) The Board shall appoint the external auditors to audit the organization's books of accounts.
- xi) The Board shall mediate conflicts between members
- xii) The Board shall form any committee it deems fit for the development of the organization.
- xiii) The Board shall propose to the AGM the Strategic Plan, Annual implementation budget or any other project.
- xiv) The Board shall propose regulations to the AGM for approval.
- xv) The Board has the right to call for an extraordinary AGM at any time.

### **5.3.3. Election of Board members**

- i) The election of the Chair, the Vice Chair and 5 other Board members shall be elected after every five years by the delegates of the Annual General Meeting.
- ii) The Board members shall serve a renewable two terms of five years.
- iii) To guarantee continuity a new Board of Directors shall always consist at least one member of the outgoing Board.
- iv) Election of Board members shall be by Secret ballots and the winners shall be determined by simple majority.

### **5.3.4. Responsibilities of Leaders**

#### **a) The Chair**

The Chair shall have the following responsibilities: -

- i) Shall chair Annual General Meetings



- ii) Shall chair Board Meetings and shall have casting a vote
- iii) Shall link the Board and the Executive Director
- iv) Shall conduct line management meetings to the Executive Director
- v) Shall mentor the incoming Executive Director
- vi) Shall be the organization's chief spokesperson.

**b) The Vice Chair**

The Vice Chair shall have the following responsibilities

- i) Shall assist the Chair in his/her duties
- ii) Shall assume the chair's powers whenever he/she is not available.

**c) The Patron**

- i) He/She who will be a person of high esteem in the society
- ii) He/ She who will be providing financial assistance to the organization.

**5.3.4. Leadership Qualities**

Any person who want to vie for any leadership post in our organization shall have the following qualities:

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- i) Leadership qualities and track record of Sickle cell disease.
- ii) Honesty
- iii) Integrity
- iv) Vision

**5.3.5. Board members may loose their position under the following reasons: -**

- i) Death
- ii) Expulsion for contravening this constitution
- iii) Resignation for any reason.

**5.3.6. Replacement and Devolution of Tenure of Board members.**

- i) In case of death, resignation or expulsion before end of tenure of a Board member the AGM may delegate its powers to the Board to elect eligible candidate to fill the vacancy resulting from these contingencies or events.

- ii) In exercising its powers under sub article (i) above the Board may elect any eligible member to fill in a vacant position, provided that it may first consider candidates, who vied for Board membership during the last AGM, in accordance with their score of votes.

### **5.3.7. Board's Committees**

The Board shall have the following statutory committees: -

#### **a) Finance and Planning Committee**

This committee shall have the following powers and functions: -

- i) From among its members, the Board shall constitute the Finance and Planning Committee.
- ii) Members of the committee shall be 3 and it may coopt any person, outside or within the organization, who shall have no voting powers.
- iii) The committee members shall choose among themselves, their chair.
- iv) The committee shall be responsible for
  - a) Monitoring the integrity of all financial statements and reports, and internal control system
  - b) Advising the Board on the appointment of external auditors and implementation of their reports.
  - c) Advising the Board on policy issues and management matters.
  - d) Advising the Board regarding the Annual activity plan and budget.
  - e) Recommending to the Board changes to the membership fees.
  - f) Recommending to the Board any acquisition of land and real property.
  - g) The quorum of the committee shall be 2 people.

#### **b) Outreach, Education and Awareness Committee**

This committee shall have the following powers and functions: -

- i) The Board, amongst its members shall form this committee, which shall have three members
- ii) The committee shall have powers to coopt not more than two members from anywhere but the coopted members, shall have no voting powers.
- iii) The members shall choose, a chair among themselves.
- iv) The quorum of the committee shall be two people.
- v) The committee shall be responsible for: -
  - a) Advising the Board on the education of the public regarding the Sickle cell disease.

- b) Advising the Board regarding the support to care givers, parents and families with children suffering from the disease.
- c) Conducting research on the disease and raise the awareness of the public on the disease.

### **5.3.8. The Secretariat**

- i) The Secretariat shall be the executive organ of the organization, which shall comprise of the Executive Director, and such other officers and staff members as may be deemed necessary by the Board.
- ii) The Executive Director shall be appointed on contract by the Board, and shall be the principle executive officer of the organization and shall be: -
  - a) The head of the Secretariat
  - b) The accounting officer of the organization
  - c) The secretary of the Board and AGM
  - d) The ex – official member of the Board and its committees
  - e) Carrying out such other duties as are conferred upon him/her by this Constitution or by the Board, from time to time.
- iii) The Board shall determine the terms and conditions of services of the Executive Director.
- iv) All staff members of the Secretariat shall be appointed on contract and in accordance with staff rules and regulations and terms and conditions of service of the organization.
- v) The Secretariat shall be responsible for: -
  - a) The initiation and implementation of programmes in the most appropriate, expeditious and efficient way of achieving the objectives of the organization;
  - b) Management and running of day-to day activities of the organization in accordance with this Constitution and regulations;
  - c) Strategic planning, management and monitoring of programmes for the development of the organization.

## **PART SIX: FINANCIAL PROVISIONS, MINUTES AND REPORTS**

### **6.1. Minutes and Reports**

- a) The Board of Directors shall cause proper minutes of the AGM and all Board meetings, to be taken and recorded, and shall make all such minutes available for inspection by any member of the organization at any reasonable time on demand.
- b) At every AGM the Board shall present the organization's full report explaining the implementation of all activities and the budget.

### **6.2. Finance provisions**

- a) The organization may accept funds from any legitimate source whatsoever, provided the same is not contrary to the objectives and principles governing it.
- b) The organization's sources of funds shall be, but not limited to, member's fees and contributions, donations from legitimate local and international sources, sale of various organization's publications and any business undertaking.
- c) The Executive Director shall prepare an appropriate annual budget for the approval of the Board, which budget shall make provisions for all estimated expenditure of the organization of the relevant financial year and for reserve funds for contingent liability.
- d) The Board of Directors shall cause proper accounts of all funds, property and assets of the organization to be kept and to be audited as on 31 December every year, and the Board shall present the audited accounts to the AGM.

### **6.3. Common Seal**

The Board shall provide for the safe custody of the seal which shall only be used by the authority of the Board or of the committee of the Board authorized by the Board in that behalf, and every instrument to which the seal shall be affixed shall be signed by a member of the Board and shall be counter – signed by the Executive Director or by a second member of the Board or by some other person appointed by the Board for the purpose.

### **6.4. Alteration of this constitution**

Alteration of this constitution shall require the approval of two third of paid up members attending the AGM.

### **6.5. Dissolution of the Organization**

- a) The organization may at any time terminate its existence, if it appears to the members that it has outlived its usefulness. A resolution to dissolve it must be passed at an extraordinary AGM called for the purpose by a two – thirds majority of all bona fide members of the organization.
- b) The assets and liabilities of the organization shall be disposed of as the AGM deems fit, provided that no assets of the organization shall be disposed of or appropriated as dividends, gifts or entitlements to individual members for personal use or advantage.

### **6.6. Commencement of this Constitution**

This constitution shall commence the moment it is passed and adopted by the AGM and any amendment to the constitution of the organization and schedules thereto shall apply mutatis mutandis and come into force immediately after adoption.