



**TANZANIANS IN DALLAS**  
**CONSTITUTION AMENDMENT**  
**★ 2019 ★**

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# ARTICLE 1

## ESTABLISHMENT

### 1.1 - PREAMBLE

“Tanzanians in Dallas” formerly known as “Association of Tanzanian Natives in Dallas”, is a non-profit organization located in the Dallas/Fort-Worth (DFW) area, formed with a purpose of uniting and strengthening the bonds of Tanzanians living in Dallas shared history. To achieve this goal, “Tanzanians in Dallas”, will work to promote and develop collaboration steering towards social and economic development; and through shared prosperity to support one another in good as well as hard times.

### 1.2 - NAME OF THE ORGANIZATION

- a) The Name of the Organization shall be TANZANIAN COMMUNITY DALLAS (*Here in after referred to as Tanzanians in Dallas.*)
- b) Tanzanians in Dallas a State of Texas Non-profit Organization, is Incorporated and shall be operated under Section 501(c) (3) of the Internal Revenue Code for Non-profit Organizations, as well as comply with all the rules and regulations issued under this law.

### 1.3 - REGISTERED AGENT AND OFFICE

- a) The registered agent and registered office shall be determined by the Board of Trustees of Tanzanians in Dallas Organization.
- b) Organization offices shall be in the State of Texas
- c) The Secretary General shall inform all members of the addresses, phone numbers, fax numbers, and other pertinent information whenever changes are made.
- d) Post Office box shall be used to get all community mail.
- e) All electronics, emails, Facebook, WhatsApp group chat and other forms communication among members shall be belong to the community

## **1.4 - PURPOSE & OBJECTIVES**

### **1.4.1 - PURPOSE**

The Purpose for which this Organization is formed is to Unite and strengthen our Community through Collaboration, and development of the Capacity to pave a way towards the attainment of mutual goals of development, prosperity and togetherness within our Community.

### **1.4.2 - OBJECTIVES**

- a) To create Synergy through fostering bonds of Friendship and understanding among members as well as working in solidarity for the advancement of each member of our Community.
- b) To promote and protect Tanzania's Culture and Values as well as projecting a positive image of Tanzania within the Diaspora through social forums and events.
- c) The organization is recognizing all festivals that are celebrated legally and represent all people of Tanzania.
- d) To provide support to our Community through fund-raising for social, academic, cultural and economic activities.
- e) To encourage Unity, Peace, and Cooperation between members of our Community and all people through appreciation of our cultures and shared values.
- f) Interacting with other Organizations with similar objectives for the promotion of programs of common interest to our population.
- g) To provide a Support System and outreach for Community members in the events of death, sickness, accident.
- h) To form a Strong and Resilient Community that is willing to stand for every member of the Organization who accepts its By-laws irrespective of his/her religion, gender, race, age, tribe, or political affiliation.
- i) To empower community whenever possible economically.

## **1.5 - POWER OF THE ORGANIZATION**

Pursuant to the primary objectives of TANZANIANS IN DALLAS, the Organization shall be empowered to:

- a) Receive gift, grants, legacies and donations, from public or private source.
- b) Manage said income and intent in accordance with the directions or expressed intent of the donors or grantors or in the absence of such directions, as the Organization may.
- c) Determine for the promotion of Organization's objectives as established in Article 1.4 of this Constitution.
- d) The community whenever possible can establish sources of income example Gas Stations, Day care, Franchise like MacDonald's, Wendy's and Seven Eleven to name a few examples.

## **1.6 - DISSOLUTION**

Upon the dissolution of the Organization, the Board of Trustees and the Executive Committee, after paying or making provision for the payment of all the liabilities of the Organization, shall dispose of all the assets of the Organization exclusively in the furtherance of the purposes of the Organization and operated exclusively for charitable, education, religious or scientific purposes as at the time of the Internal Revenue Code for Non-profit Corporations, Section 501(c) (3) or the corresponding provision of any future United States Internal Revenue Law as the Executive Committee and the Board of Trustees shall determine.

# ARTICLE 2

## **MEMBERSHIP**

### **2.1 - ELIGIBILITY**

Membership shall be open to any person who is at least eighteen (18) years of age, who agrees to abide by the basic principles of the Organization, its constitution, and promises to actively support the objectives of the Organization as set forth in this document.

### **2.2 - TYPES OF MEMBERSHIP**

The Organization shall consist of two types of membership status namely, Active and Inactive membership. Active members will be called upon to participate actively in the affairs of the Organization.

#### **2.2.1 - ACTIVE MEMBER**

- a) A person who actively participate in Organization's Activities (e.g. Organization's elections and other events.)
- b) A person who is in good financial standing with the Organization by continuously being current in their membership dues. If a member does not pay dues for 3 months will be inactive member and certain benefits will be reduced for example you will not get death contribution but the community will announce it effectively on media like emails and Facebook owned by the community. By six months without paying dues will no longer be a member.
- c) To be active member you should pay dues and attend at least two scheduled meetings in a 12 months period. There will be 4 scheduled meetings in 12 months period.
- d) If you remove yourself from community membership to be accepted again you will have to apply and there will be 3 months wait period. Three months waiting period is standard waiting time for all new members.
- e) Individual committees will come together and announce how much will be member dues

### **2.2.2 - INACTIVE MEMBER**

- a) A person who's no longer participates actively in the Organization's Activities and meetings.
- b) A person who's no longer resides in DFW Metroplex or has been out for about 12 months.

## **2.3 - MEMBERSHIP PROCESS**

### **2.3.1 - BECOMING A MEMBER**

- a) Complete a membership registration and give informed consent to be bound by the By-laws of the Organization.
- b) Pay a membership fee (To be determined by the Executive Committee and approved by the General Meeting.
- c) Give Consent to Mandatory Arbitration for settling legal disputes with the Organization in the event such disputes arise between any member and the Organization.

## **2.4 - MEMBERSHIP DUES AND FEES**

The annual membership dues of the Organization shall be determined by the Executive Committee with the approval of the General Meeting.

## **2.5 – MEMBERSHIP BENEFITS**

All membership benefits will be in effect after an Active member has been in the Organization for three (3) Months or more.

- a) Support system in times of problems like Death where by a member will be supported to the extent of agreed terms, moral support in times of sickness, Immigration problems and help to refer job fairs.
- b) Moral Support in times weddings, Baby showers, graduations by announced to the community members if it is possible
- c) Moral Support system to help economically like building credit, linking to business training.



- d) Moral support to alert members in case of emergencies by encourage members to Burial insurance, counseling visits, health insurance having a community lawyer.

## **2.6 - OTHER MEMBERSHIP MATTERS**

### **2.6.1 - MEMBERSHIP WITHDRAWAL**

Any member may voluntarily withdraw from the Organization at any time without prejudice or may be revoked involuntary by the Organization's Leadership as established in this document.

- a) In case a member give notice to travel or any situations that will force to be away of Dallas Fort Worth and pay dues for a year in advance the member can be able to miss two scheduled meetings without be in active.
- b) There shall be a 3-month waiting period after which a re-instated member can enjoy all rights and privileges of Active membership status of the Organization.
- c) The waiting period may be waived by the Organization's Leadership on a case by case basis for the benefit of the Community.

### **2.6.2 - MEMBERSHIP REVOCATION**

- a) Membership may be revoked based on failure to adhere to the conditions and/or uphold the Ideals set forth by the Organization.
- b) A case will be presented in front of a committee
- c) Revoked membership cannot be re-instated (0 tolerance for things like physical violence?!)
- d) Revoked membership will permanently lose all the rights and privileges afforded members in good standing with the Organization, financially or otherwise.
- e) Revoked members can appeal the decision through Board of Trustees; who may review the case and issue advice to the committee responsible on the matter.

## **2.7 - DUTIES AND RIGHTS OF MEMBERS**

### **2.7.1 - DUTIES**

It is a duty of each Members to:

- a) Be present at the meetings.
- b) Comply with the Constitution.
- c) Pay annual/semi-annual/quarterly/monthly dues.
- d) Conserve and efficiently utilize assets and services of the Organization.
- e) Participate in Community activities.

### **2.7.2 - RIGHTS**

#### **2.7.2.1 - ACTIVE MEMBERS**

- a) Will have the right to hold office and to vote at the Organization's General Meetings.
- b) Will have right of equal access to services offered by the Organization according to the Constitution
- c) Will have the right to elect and be elected for office according to the Constitution
- d) Will have the right to cease his/her membership voluntarily when he/she deems it necessary.
- e) Will have the right to participate in Organization sponsored events per regulations of the events.
- f) Will have the right to request books and records of the Organization to be available for inspection by him/her, his/her agent or attorney for any proper purpose by giving ten days' notice.
- g) Will be guaranteed the Freedom to express his/her opinion freely at all Organization meetings and events as defined by the Constitution of the USA.

#### **2.7.2.2 - INACTIVE MEMBERS**

Inactive members of the Organization may attend meetings but will have no voting right and are ineligible to hold office.

### **2.8 - MEMBER SUPPORT**

- a) The Organization may provide moral and facilitate financial Assistance to members in the event of death to a member or to a member's relative/s
- b) The Organization is not bound to provide services to non-members and inactive members who fail to discharge their duties without an acceptable justification.

## **ARTICLE 3**

### **ORGANIZATIONAL STRUCTURE**

#### **3.1 - THE BODY**

The Body of the Organization of Tanzanian Community in Dallas shall be made of: (i) The General Assembly (ii) The Executive Committee (iii) The Board of Trustees.

#### **3.2 - THE GENERAL ASSEMBLY**

- a) The Assembly shall be the Principal branch of Tanzanians in Dallas. It shall be made up of all the Active and Inactive of members of the Organization.
- b) The Assembly shall hold General Meeting Every four (4) months
- c) The Assembly shall elect members of the Executive Committee, and the Board of Trustees as specified in Article 6.5 of this Constitution.
- d) The Assembly shall receive and approve annual Financial Report from the Executive Committee.
- e) The Assembly shall receive and approve annual financial budget

### **3.3 - THE EXECUTIVE COMMITTEE**

#### **3.3.1- POWER OF THE EXECUTIVE COMMITTEE**

Except for such powers as may be delegated by these By-laws to the officers of the Organization, the powers of the Organization shall be vested in its Executive Committee. The Executive Committee shall be charged with the management of the affairs of the Organization. No individual Executive Committee member shall have the authority of making statements affecting Organization policy to the press or other groups except for such powers as may be delegated by these By-laws to the members of the officers of this Organization.

All executive members shall sign legal documents after elected that bind them and they are responsible for good conduct and principles as stated with work that they are doing.

#### **3.3.2 – MEMBERS OF THE EXECUTIVE COMMITTEE**

The Executive Committee shall be comprised of officers holding the following Titles:

- a) President
- b) Secretary General
- c) Treasurer
- d) Public Relations Officer

#### **3.3.3 - DUTIES OF THE EXECUTIVE COMMITTEE**

The Executive Committee shall have the following responsibilities:

- a) They shall be responsible for all matters concerning the day to day operations of the Organization except those matters specifically reserved for the Board of Trustees.
- b) Form various Committees to meet the needs of the Organization.
- c) As legal representative of the Organization the Executive Committee shall represent the Organization on matters of external relations and negotiations with others with approval of board of trustees.
- d) The Executive Committee shall ensure members of the Organization are receiving appropriate services in accordance with the By-laws, and shall follow up to ensure that members are discharging their duties.

- e) The Executive Committee shall prepare Organization's annual budget and action plan and shall submit these reports to the Board of Trustees for review. Upon approval by the General Meeting they shall oversee their implementation.
- f) The Executive Committee shall outline various activities to raise funds and materials needed to implement plans of the Organization
- g) Executive Committee shall ensure assets, finance, documents and records of the Organization are maintained diligently.

#### **3.3.4 – MEETINGS OF THE EXECUTIVE COMMITTEE**

- a) The Executive Committee meetings shall be called by the President and may be held within 24 hours of verbal or written notice given to the members prior to such a meeting. Three (3) of the members of the Committee shall constitute a quorum at any meeting.
- b) The Executive Committee meetings shall keep and maintain a register of its members.

#### **3.3.5 - QUALIFICATION OF OFFICERS**

To be a candidate for an elected office, a person must meet the guidelines for the office he/she is aspiring to hold.

### **3.3.6 - ELECTION AND TERM DURATION**

- a) All Organization officers shall be elected to a 2- year term by the General Meeting.
- b) No officer of the Organization shall serve more than 2 consecutive terms in the same office or position.
- c) All candidates shall be subjected to a vetting process by the election committee prior to General election.
- d) There will be a Vote of no confidence which all members of the community will cast to indicate that they do not support a member, leader, president of the community the cast will be 65% of all members of the community.

### **3.3.7 - ELIGIBILITY**

- a) Any individual aspiring for any leadership position must be a resident of the DFW area and its suburbs for a minimum of six months.
- b) Must be an Active member
- c) He/she must be twenty-one (25) years of age or older
- d) Must have good moral Standing in the Community

### **3.3.8 - DUTIES OF OFFICERS**

#### **3.3.8.1 - THE PRESIDENT**

- a) President together with General assembly shall appoint members to various Committee and/or Sub Committee task forces except for the Election Committee which will be appointed by the General Meeting.
- b) Shall Initiate and chair Organizational meetings except meetings held by the Board of Trustees which will be chaired by the Board of Trustees' Chairperson.
- c) Shall appoint Organization's representative to different events
- d) Shall oversee execution of daily responsibilities including decisions reached at General Meeting.
- e) Shall provide leadership and direction for the Organization
- f) Shall execute the decisions reached at General Meetings by all members

#### **3.3.8.2 - THE SECRETARY GENERAL**

Shall be the deputy to the President and chief advisor to the President

- b) Shall extend to other roles as directed by the President

- c) Shall perform the functions of the office of President in the absence of the President
- d) Shall; in the event of the President's resignation, removal, incapacitation, death or absence exceeding thirty (30) days, become the President until the next election.
- e) Shall maintain documents of the Organization.
- f) Shall be responsible for all internal and external correspondences of the Organization.
- g) Shall record minutes of all meetings and circulate such minutes to the appropriate group(s) no later than fifteen (15) days after the meeting.
- h) Shall perform other duties as may be assigned by the President.

#### **3.3.8.3 - THE TREASURER**

- a) Shall be responsible for all funds belonging to the Organization and maintains accurate records thereof.
- b) Shall report financial position of the Organization at every General Meeting.
- c) Shall serve as a chairperson of the Finance & Investment Committee and shall perform other duties as may be directed by the President plus board of trustees.
- d) Shall deposit funds of the Organization within three working days from the date of receipt.
- e) Shall file all necessary tax-related and finance-related forms and documents.
- f) Shall provide an account of the Organization's receipts and disbursements to members and other parties on a quarterly basis.

#### **3.3.8.5 - THE PUBLIC RELATIONS OFFICER**

- a) Shall be responsible for all media publications, advertising and newsletter publications of the Organization.
- b) Promoting the reputation and culture of the Organization by organizing press conferences, exhibitions, and publishing articles in the newspapers. Such Media outreach must be in consultation with the President.
- c) Publicizing and disseminating the aims and objectives of the Organization.
- d) Report to treasurer cost of operations or board of trustees.

## **3.4 - THE BOARD OF TRUSTEES**

### **3.4.1 - ESTABLISHMENT**

The Board of Trustees shall be the arbiter of Constitutional issues. The Board of Trustees shall consist of eleven members elected by the General Meeting; Board of Trustees members shall be headed by a Chairperson and a Secretary. Members of the Board of Trustees must be well articulated on issues of the Community and neighbor Organizations.

### **3.4.2 – POWERS AND RESPONSIBILITIES OF TANZANIANS IN DALLAS BOARD OF TRUSTEES**

- a) Shall provide oversight over the Executive Committee of the Organization, by analyzing Executive Committee decisions. All decisions of the Board of Trustees shall require a majority vote.
- b) Shall hold meetings every three (3) months, review operation reports submitted to it by the Executive Committee and give directives for correction and approvals.
- c) Shall ensure activities of the Executive Committee regarding external relations are not contrary to the objectives of the Organization
- d) Shall serve as guardians and interpreters of the constitution of Tanzanians in Dallas.
- e) Shall act as arbitrators in conflicts between the Organization's branches or among the Organization's leaders and members.
- f) Shall maintain custody of history, records, mission and purpose of Tanzanians in Dallas
- g) Shall ensure assets and funds of the Organization are well kept and spent for appropriate purposes and all elected representatives and leaders are accountable to the members of the Organization.
- h) Shall review and approve short and long-term plans as well as project proposals submitted to it by the Executive Committee.
- i) Shall review the annual work plans and the budgets of the Organization as developed/prepared by the Executive Committee, and send it to the General Meeting for approval.
- j) Shall be responsible for recommending to the members the suspension or impeachment with cause of any member of the Executive Committee or the Board of Trustees, and to



represent such recommendations to the Annual General Meeting for review and final disposition.

- k) Pursuant to articles 3.3.8.2 (d) the Board of Trustees shall be responsible for the calling of special elections.

# ARTICLE 4

## **STANDING COMMITTEES**

The Executive Committee shall have the power to increase or decrease the number of Standing Committees as it sees fit. An active member may serve in more than one committee. The present Standing Committees are: (i) Education & Youth Development Committee, (ii) Social, Culture & Entertainment Committee, (iii) Budget and Finance Committee (iv) Investment & Development Committee (v) Communication Committee.

### **4.1 EDUCATION & YOUTH DEVELOPMENT COMMITTEE**

The Education Committee shall consist of no fewer than five (5) members. Charged with planning, organizing and carrying out all educational activities and other forums for enrichment of the Corporation's membership. This Committee may coordinate its plans and activities closely with those of the Social and Cultural Committee. Furthermore, in the United States, the committee will effectively tap Tanzanians who are professionals to transfer accumulated knowledge and experiences to Tanzania.

### **4.2 SOCIAL, CULTURE & ENTERTAINMENT COMMITTEE**

The Social and Cultural Committee shall consist of no fewer than five (5) members. Charged with planning, organizing, and carrying out all social and cultural activities for the enrichment of the membership and the community. This Committee may coordinate its plans and activities closely with those of the Education and Budget and Finance Committees. Particularly important, the committee will seek to equip Tanzanians living in the United States as agents to portray the image of Tanzania in the United States, as well as provide for charitable programs for the betterment Tanzanians.

### **4.3 BUDGET & FINANCE COMMITTEE**

The Treasurer shall serve as the Chairperson of this committee. The committee shall be responsible for fund raising and all financial matters affecting the Corporation. The committee

shall prepare all financial recommendations for the Executive Committee and it shall work closely with all other committees especially in matters involving finances.

#### **4.4 INVESTMENT & DEVELOPMENT COMMITTEE**

The Investment and Development Committee shall consist of no fewer than three (3) members. This committee shall be responsible for developing and implementing investment strategies for the community and, building and enhancing relationship and partnerships with other organizations. The committee shall prepare all the recommendations for the Executive Committee and shall work closely will all other Committees.

#### **4.5 COMMUNICATION & TECHNOLOGY COMMITTEE**

The Communication Committee shall consist of no fewer than three (3) members. This Committee shall be responsible for maintaining the World Wide Web site of the Corporation, editing, publishing, and distributing the Corporation's newsletter and all other publications to the membership, other individuals and organizations that have working relationships with Tanzanians in Dallas as well as publicizing the aims and objectives of the Corporation.

# ARTICLE 5

## MEETINGS

### 5.1 – TYPICAL ORDER OF BUSINESS

1. Call to order.
2. Roll call/determination of a quorum.
3. Adoption of the agenda.
4. Reading and approval of the minutes of the previous meeting.
5. Report of Standing Committees.
6. Report of special (Ad hoc) committees.
7. Special order.
8. Unfinished business and general orders.
9. New business
10. Announcements.
11. Adjournment.

### 5.2 - GENERAL MEETING (S)

#### 4.2.1 - ORDINARY GENERAL ASSEMBLY MEETING

The General Assembly is the final decision making authority on important issues and other matters referenced in this By-law and all members are delegates of the General Meeting. The meeting shall be responsible for:

1. Electing members of the Executive Committee and the Board of Trustees
2. Publishing all annual meetings. All the General Assembly Meetings must be published in annual Organization's calendar.
3. The General Assembly will be convened every three (3) months
4. The Secretary General shall remind all members of such and all meetings in writing and other electronic communications media like email or text, at least 24 hours prior to such meetings.

5. Ten percent (10%) minimum number of active members in attendance shall constitute a quorum

#### **4.2.2 - SPECIAL GENERAL ASSEMBLY MEETING**

- a) All Special General Assembly Meeting's decisions shall be by majority votes and proxy voting shall be allowed
- b) Proxy Vote shall require a written consent
- c) Special General Meeting may be called by the President at his/her discretion, or by the resolution of the Board of Trustees or by the written request to the Board of Trustees from twenty-five percent (25%) or more of Tanzanians in Dallas active members.
- d) Five percent (5%) of active members can call for special meeting and ten percent 10% can attend that meeting.

#### **5.3 - COMMITTEES AND COMMITTEE MEETING(S)**

- a) The President shall convene various leadership meetings as he/she deems necessary.
- b) Leaders of various Committees shall convene their various Committee meetings as they deem necessary.
- c) Each Committee nominee shall be a Tanzanians in Dallas member in good standing.
- d) Each Committee shall have a Chairperson who will carry out his/her committee duties as established to meet desired goals, keep the records of the Committee activities and shall turn over the documents to the succeeding Chairperson and to the Secretary General of TANZANIANS IN DALLAS.

#### **5.4 - BOARD OF TRUSTEES MEETING(S)**

The Board of Trustees shall hold meetings every three (3) months. During these meetings, the Board shall review operation reports submitted to it by the Executive Committee and give directives for corrections and/or approvals.

## **5.5 – MEETING NOTICE**

Written notice of any regular or special meeting(s) of members shall be sent by mail or Electronic mail to each active member at least fourteen (14) days but not more than thirty (30) days prior to such meeting.

# **ARTICLE 6**

## **ELECTIONS**

### **6.1 - GENERAL ELECTION**

The General Election shall be held on the second week of July of each election year.

### **6.2 - ELECTION COMMITTEE**

- a) An Election Committee of eleven (11) members will be nominated and approved by the General Meeting and dissolved immediately after swearing-in of newly elected Tanzanians in Dallas leaders or Board of Trustees members.
  - b) The appointment shall be done two (2) months<sup>1</sup> prior to the election
  - c) The Election Committee shall be led by a Chairperson who will be elected amongst the Election Committee members.
  - d) Persons appointed to serve in the Committee must be Active members within the Organization
  - e) The Election Committee shall be a neutral and independent body; the President or The Board of Trustees shall not dictate to the Committee.
-

### 6.3 – DUTIES OF THE ELECTION COMMITTEE

- a) The Election Committee shall be responsible for overseeing all elections and setting such rules as necessary for the proper conduct of the elections.
- b) The Executive Committee shall furnish the following information to the Election Committee after it has been elected: **(a)** A list of current Tanzanians in Dallas members and their status (Active/Inactive); **(b)** A list of current and past Board of Trustees members' records; **(c)** A list of current and past officers and committee members.
- c) The Committee shall vet candidates for qualifications and eligibility, certify eligible voters, conduct & supervise elections, and declare results.
- d) The Committee through its Chairperson shall keep the Community fully informed of its activities from the onset to the end of the electoral process.
- e) The Chairperson of the Election Committee shall be the spokesperson of the Committee.
- f) Swearing-in of the elected officers will be done by the Chairperson of the Election Committee or any other member of the Committee in case of the Chairperson's absence.
- g) The Organization shall provide the funds needed to cover the cost of elections.

### 6.4 - ELECTION OF OFFICERS

- a) Election of all officers shall be held once every two (2) years at a public place.
- b) Voting shall be by secret ballots.
- c) All elected officers shall be sworn in by the Chairperson of the Election Committee. In the event of his/her absence, the swearing in shall be conducted by any person within the Election Committee designated to do so.
- d) Only active members shall participate in the voting process.
- e) The winner is the candidate that earns more votes than any other candidates individually.
- f) Challenges to the conduct and results of the election shall be made immediately within twenty-four (24) hours upon the announcement of the election results in writing to the Election Committee. The Election Committee and the Board of Trustees shall take immediate steps with due diligence to resolve all such matters during its setting.
- g) The Board of Trustees shall have the power to investigate the conduct of the Election Committee and institute corrective measures, if necessary.

- h) The Chairperson of Board of Trustees shall have the right to suspend the Election Committee on grounds that the Committee is no longer neutral or in violation of its duties and functions and call the General Meeting for final decision.

## **6.5 - ELECTION OF BOARD OF TRUSTEES**

- a) The Board of Trustees shall be elected by General Meeting for a term of two (2) years.
- b) The number of Trustees shall be eleven members.
- c) Members of the board shall be elected for a term of two years; one half (1/2) of the members each year. The process<sup>2</sup> will be as follows:
- d) There will be an election of half of the Members of the Board at the end of each year six months at end of main election, such that there will always be a six (6) to five (5) senior members within the Board. This will help with continuation of the Board's operations with minimal delays. Election of the Board of Trustees shall follow the same procedure as that of Executive Committee.

## **6.6 - PROCEDURES AND REQUIREMENTS FOR ELECTION**

### **6.6.1 - THE ELECTION PROCESS**

- a) The Board of Trustees continues after six months after President has been elected to make good transition and succession and general meeting will send five (5) names of people to continue then general meeting will select six (6) new members.
  - b) Calls the General Meeting at least two (2) months prior to election.
  - c) The General Meeting appoints eleven-member (11) Election Committee to receive nominations and administer the election.
  - d) Voting shall be by a secret ballot. Votes must be cast in person and not by proxy or otherwise.
  - e) Only active members are eligible to vote.
-



### **6.6.2 - TRANSITION OF POWER**

- a) The President elect shall set up a transitional team along with the Outgoing President for a smooth transition. The outgoing President (along with his General Secretary and Treasurer) shall give a complete report and transfer of all Organization's records to the transitional team on or before the inauguration.
- b) Each officer of the Organization shall prepare a typed hand-over note, and shall transfer all documents, electronics, telephones, Facebook, twitter, WhatsApp, correspondences, files, and any other property of the
- c) Organization in his/her possession to his/her successor or to the Organization no later than thirty (30) days after the election.

### **6.6.3 - OATH OF OFFICE**

Elected leaders shall be inaugurated before December 31st, of the election year. Every elected officer shall be required to subscribe to the solemn Oath of affirmation of office and duties.

### **6.6.4 - TERM OF OFFICE**

- a) The term of office of all officers of the Organization shall be two (2) years.
- b) The President and other elected officers shall have the right to seek a second renewable term.
- c) The Officers shall serve until their successors are duly elected and installed.

### **6.6.5 - VACANCIES**

- a) In case the vacancy occurs within the first year, the Board of Trustees shall call a General Election to fill the following positions:(a) The President (b) The Secretary General
- b) The Board of Trustees shall have the power to fill vacancies which may occur in less than a year before General Election for the following positions: (a) The Secretary General (b) Board of trustee members.
- c) The President shall have the power to fill vacancies for the Treasurer and Public relation officer if he/she seeks approval of the Board of Trustees.

## **6.7 - IMPEACHMENT**

Impeachment shall be the method of last resort for correcting improper actions by officers. Any action that is in-conflict with the Constitution or By-laws of TANZANIANS IN DALLAS shall be an impeachable offense.

### **6.7.1 - IMPEACHABLE OFFENSES**

- a) Actions which are in-conflict with the purpose and objectives of TANZANIANS IN DALLAS found in Article 1.4 of this Constitution.
- b) Failure of an officer to successfully complete assigned duties found in Article 10A of this Constitution.
- c) Engages in any unlawful activities such as extortion, abuse of power, neglect of duties and responsibilities, embezzlement, bribery, and using the Organization for self-gain.

### **6.7.2 - IMPEACHMENT PROCEDURE**

The procedure to impeach an elected officer shall be as follows: -

- a) All proposed impeachments must receive the consideration of the Board of Trustees before being presented to Tanzanians in Dallas General Meeting.
- b) The Board of Trustees will discuss, vote on the proposal to decide whether to forward it to the next General Meeting.
- c) All members must be notified no later than seven (7) days prior to the day on which the voting shall occur. The removal will be voted by members at the General Meeting and will pass by a simple majority vote of members present at the General Meeting.
- d) In case the officer(s) is removed, the Board of Trustees or the President will fill the vacancy according to procedures outlined in Article 6.6.5 above.

# ARTICLE 7

## FINANCIAL ADMINISTRATION

### 7.1 - ORGANIZATION'S FINANCES

The fiscal and operational year of the Tanzanians in Dallas shall be from July 1st to June 31<sup>st</sup> of each year.

#### 7.1.1 - REVENUE SOURCES

To achieve its objectives Tanzanians in Dallas shall have the following revenue sources:

- a) Membership registration fees and annual dues.
  - b) Various revenue generating activities to be planned by the Executive Committee. These may include, but not limited to:
    - 1. Funds to be secured by submitting proposals to Governmental and NGO<sup>3</sup> charitable institutions.
    - 2. Sponsorship of initiatives, activities, or programs by individuals, businesses or Organizations.
    - 3. Contributions or donations by individuals, businesses or Organizations.
    - 4. Opening Gas stations, Franchise like MacDonald's, Trucking Company.
    - 5. Members of the community can partner with the community so long it is approved by community and there will be agreements on what percentage community will get and it is case by case agreement for example community can own a trucking company and find a member who has a knowledge how to run and percentage distributed according to the agreement.
-

### **7.1.2 - BANK ACCOUNT**

- a) The Organization shall have a bank account.
- b) All checks or demand for money shall be approved by President and signed by the three signatories Treasurer, the board of Trustees Chairman and public relation officer. In the absence of either of the three mentioned above, the secretary of the Board of Trustees' Chairman or Secretary shall be the second signatory. Acceptable forms of Payments shall be cash, check, money order or direct bank deposits.
- c) President cannot be a signatory, can only approve payments and checks.

## **ARTICLE 8**

### **INDEMNITY FOR THE EXECUTIVE COMMITTEE AND OFFICERS**

#### **8.1 - INDEMNIFICATION (EXONERATION OF LIABILITIES)**

- a) In the absence of fraud, gross negligence and bad faith; Tanzanians in Dallas Board of Trustees members, officers and members of Tanzanians in Dallas shall not be personally liable for any costs, debts, obligations or liabilities of the Tanzanian Community in Dallas.
- b) Each Board of Trustees member and officer of the Organization shall be entitled for indemnification from Tanzanians in Dallas against all costs, claims, liabilities, fines or penalties imposed upon or asserted against him/her by reason of his/her being or having been Board of Trustees member of or Officer of Tanzanians in Dallas; however, no such exoneration
- c) or indemnification shall extend to any case in which any liability, fine or penalty is imposed upon him/her by reason of the final judgment of a court of competent

jurisdiction pronouncing him/her guilty or gross negligent; bad faith, willful and fraudulent misconduct or any criminal offense.

- d) The Community will obtain adequate insurance as a protection against public liability, claims, property damage claims, or other legal actions arising from the organization activities, one or more of the organization members acting on its behalf, or the operation of any equipment, apparatus or device under the control and responsibility of the organization.

## **8.2 - LEGAL DISPUTES**

- a) Texas law shall dictate any/all legal disputes
- b) Arbitration shall be a primary system to be used in resolving legal disputes between members and the Organization in compliance with laws enacted under such provision.
- c) Arbitration may not be engaged in the event that the type of the allegations may result is in a violation of Federal or State laws or are criminal in nature.
- d) The Board of Trustees and the Executive Committee shall reserve the authority to engage a Legal representation as they deem necessary
- e) Costs of such presentation shall be covered by the Organization

# ARTICLE 9

## MISCELLANEOUS ITEMS

### 9.1 - EXEMPTIONS

- a) All individuals elected in office before the adoption and approval of this Bylaws and Constitution that maybe in violation of this document (i.e. qualification for position) shall be exempted from removal of office (s) until the Administration term expired.
- b) All elected officers and member of the Organization shall be held accountable to this By-laws and Constitution following its approval by the General Meeting

### 9.2 - PROVISIONS FOR CONSTITUTIONAL AMENDMENT

This Constitution may be amended and replaced as needed.

- a) A call for amendment to all or any part of this Constitution must be submitted in writing to the Board of Trustees by the sponsor(s) of the amendment provision.
- b) The Board of Trustees shall review the proposed amendment, vote among themselves to decide whether it should be sent to the General Meeting for approval.
- c) The sponsor(s) of the amendment provision shall be given an opportunity at the next General Meeting to show how and why the amendment is necessary for the Organization and its members.
- d) If the proposed amendment is sent to the General Meeting, a simple majority vote of all active members present at such meeting shall be needed to adopt the amendment as part of the Organization's By laws and Constitution.

### **9.3 - SPECIAL EVENTS**

The 29th of April of each year shall be a Tanzania Day. The Executive Committee may sponsor, participate and organize various special events and social gatherings as deem fit and necessary.

### **9.4 - MEMBER AWARDS & RECOGNITION**

Board of trustees shall propose, choose and vote to award and recognize community members for exceptional leadership and outstanding service to the Community.

### **9.5 - ADOPTED**

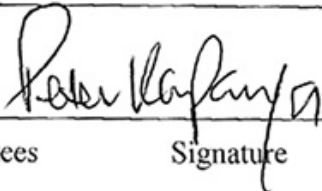


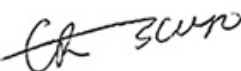
All other business not covered by this By-laws and Constitution shall be decided by the General Meeting of the Organization.

### **9.6 - EFFECTIVE DATE OF THE TANZANIANS IN DALLAS CONSTITUTION**

This Constitution shall be effective as of February 9th, 2019 and shall replace all previous By-laws and Constitutions as of its effective date.

### Acknowledgement and Adoption

This current document version was adopted on date FEBRUARY 16TH 2019 by the General Meeting of TANZANIANS IN DALLAS

PETER KAPANGA		02/16/2019
Chairman of Board of Trustees	Signature	Date
ROSEMARY KESSY		02/16/2019
Secretary of Board of Trustees	Signature	Date
EVARIST M. MWAKASULA		02/16/2019
President of Tanzanians in Dallas	Signature	Date
GODFREY MWAMSOYO		02/16/2019
Secretary of Tanzanians in Dallas	Signature	Date

This Constitution of the Tanzanian Community Dallas has been (amended) by the General Meeting on date FEBRUARY 16TH 2019.



## **Appendix A: Membership Form**

## **Appendix B: Oath of Office**

I name of appointee do solemnly swear that I will uphold, protect and defend the By-laws and Constitution of the Tanzanian Community in Dallas and will faithfully and honorably discharge the duties of the office of the title to be held so help me God

