

# Constitution for British Business Group

## 1 Name

The society shall be called the British Business Group.

## 2 Objects

The objects of the society are to:

- 2.1 pursue matters of common interest to British nationals and British companies working in the United Republic of Tanzania;
- 2.2 improve the working and investment environment in the United Republic of Tanzania for British nationals and British companies; and
- 2.3 liaise with British Government representatives where appropriate on business related issues relevant to the United Republic of Tanzania.

## 3 Membership

- 3.1 Membership shall be open to all British nationals over the age of 18 years provided the following criteria is met:
  - 3.1.1 they are people resident in the United Republic of Tanzania and engaged in business activities; or
  - 3.1.2 they work for an entity in Tanzania in which a British person or entity has a material economic interest.
- 3.2 Officers shall take reasonable steps to check membership eligibility when registering new society members.
- 3.3 Membership is non-transferable.
- 3.4 Any person wishing to be admitted as a member shall apply to the Secretary for membership in the prescribed form.
- 3.5 A person shall cease to be a member in the following circumstances:
  - 3.5.1 death;
  - 3.5.2 resignation at any time by such member giving notice to the Secretary, such resignation to take effect from the date the notice is received;
  - 3.5.3 if the member fails to pay the subscription fees when due; or
  - 3.5.4 on expulsion by a minimum 2/3rds majority vote of members in general meeting.
- 3.6 The officers may by unanimous consent allow individuals who do not meet the criteria set out in paragraph 3.1 but who have provided substantial support to the British business community or British companies to attend meetings as honorary non voting members.

## 4 Officers

- 4.1 The officers shall be members at the time of election, and shall consist of a Chairman, Vice Chairman, Treasurer and Secretary and such other officers as the society deems necessary (together the **Committee**).

- 4.2 The officers shall hold office for 1 year and shall be elected by separate vote from among the members at the annual general meeting.
- 4.3 All officers shall be current members. An officer shall be eligible for reelection provided that he/she is still a member, provided that the Chairman, Vice Chairman, Treasurer and Secretary shall be eligible for reelection for not more than 2 consecutive terms and any other officers of the Committee shall be eligible for reelection for not more than 5 consecutive terms.
- 4.4 In the event of an officer ceasing to be a member for any reason, the Committee shall coopt a person to act in that capacity until the next general meeting.
- 4.5 The Committee shall have the power to determine the frequency and conduct of its own meetings.
- 4.6 The Committee shall be responsible for the day to day administration of the society and shall have the mandate to exercise any powers of the society, other than those reserved under the constitution.

## **5 Chairman**

- 5.1 The Chairman is responsible for overall running and management of the society as well as providing leadership to the rest of the members.
- 5.2 The Chairman shall uphold the principles by which the society was founded and act in the best interests of the society and its members.
- 5.3 The Chairman shall preside at general meetings and assist all the executive officers in the performance of their roles.

## **6 Vice Chairman**

- 6.1 The Vice Chairman is required to assist the Chairman and the Secretary in their functions.
- 6.2 The Vice Chairman will preside at general meetings in the absence of the Chairman.

## **7 Secretary**

- 7.1 The Secretary shall keep all official files of the society.
- 7.2 The Secretary shall prepare an agenda for Committee and general meetings, and shall record all such of proceedings of the Committee and general meetings of the members and make the same available for inspection by any member.
- 7.3 The Secretary shall prepare the annual report.
- 7.4 The Secretary shall prepare and submit all necessary statutory filings to the relevant authority.
- 7.5 The Secretary shall maintain a register of all members including details of membership fees paid (and unpaid).

## **8 Treasurer**

- 8.1 The Treasurer is responsible for managing the accounts, as well as undertaking initiatives to acquire sponsorship and financial resources for the society with the help of the Chairman and Vice Chairman. The Treasurer shall inform the Committee of all financial matters.
- 8.2 The Treasurer shall prepare the annual budget.

- 8.3 The Treasurer shall prepare the annual accounts and shall make arrangements for the society's accounts to be properly audited.
- 8.4 The society shall maintain a banking account with a suitable bank or building society to hold the society's funds.
- 8.5 It shall be the responsibility of the Treasurer to ensure that monies received are properly accounted for and that the society's financial records are kept in good order.
- 8.6 The Treasurer and all other members of the Committee shall not be liable for any financial debt or other obligation of the society.
- 8.7 On vacating office the Treasurer shall hand over the books of account and other relevant files to his/her duly elected successor.

## **9 Vacation of Office**

Any officer shall vacate his/her office upon resignation or upon dismissal from his/her office by resolution of a general meeting.

## **10 General Meetings**

- 10.1 An annual general meeting shall be held at least once each calendar year.
- 10.2 The quorum at any general meeting shall be not less than 30% of membership or, if less, 15 members present.
- 10.3 A general meeting, other than an annual general meeting, may be called at the discretion of the Committee or at the written request of not less than 6 members.
- 10.4 Except as otherwise set out in this constitution, not less than 14 clear days' notice of any general meeting shall be given by the Secretary to all the members. Notice must specify the date, time and place of the meeting and the general nature of the business to be transacted. For each notice of an annual general meeting, the notice must say so and be accompanied by the draft budget and audited accounts.
- 10.5 Each member present shall have one vote at any general meeting. Except as otherwise set out in this constitution, decisions shall be passed by simple majority. There shall be no absentee voting.
- 10.6 General meetings of the members shall be chaired by the Chairman and in his/her absence by the Vice Chairman.

## **11 Finance**

- 11.1 The Committee shall determine the subscription fees from year to year.
- 11.2 Once a member is accepted he/she is contractually obliged to pay his/her subscriptions until he/she resigns.
- 11.3 The property and funds of the society shall be used only for promoting the objects of the society and do not belong to the members.
- 11.4 A budget for the following budget year shall be submitted to the members for approval at each annual general meeting.
- 11.5 Any surplus of income over expenditure resulting from the society's activities will be devoted to the objects of the society and will not be distributed amongst the members.
- 11.6 In the event of the society being wound up any surplus held by the society at that time will be donated to a registered charity as determined by the Committee and will not be distributed amongst the members.

**12 Continuity of the society**

The society shall have perpetual existence. However, the society may be dissolved at any general meeting of the members upon the affirmative vote of 75% of the members present and voting at a general meeting, provided that notice of the motion for dissolution shall have been given at least 30 days before the general meeting at which the resolution for dissolution is to be passed.

**13 Amendments to constitution**

This constitution may be amended or altered only by a resolution supported by 75% of the members present and voting at a general meeting.

**14 Common seal**

14.1 The society shall have a common seal bearing the name "The registered society of the British Business Group".

14.2 The common seal shall be affixed to any document executed by the society in the presence of at least two officers, each of whom shall countersign the affixing of such a seal by endorsement of his/her signature on such document.

**15 Constitution availability**

This constitution shall be made available by email to all members on request.