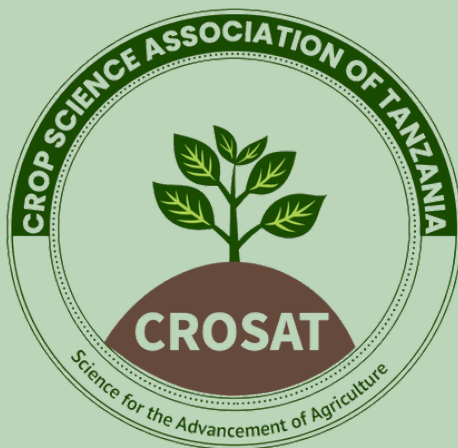


# CROP SCIENCE ASSOCIATION OF TANZANIA



# CONSTITUTION

REVISED EDITION

2024

# CROP SCIENCE ASSOCIATION OF TANZANIA



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# CONSTITUTION

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**REVISED EDITION**

**2024**

# PREAMBLE

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**We** the representatives of associations, organizations, enterprises and individuals interested or involved in activities concerned with the advancement of crop science and related technologies;

**REALIZING** the mutual advantages to be gained from the effective and systematic exchange of information and experiences as well as mutual economic and technical cooperation in the fields of crop science;

**RECOGNIZING** the importance of cooperation in the field of crop science, development of agricultural and related technologies to foster sustainable development in Tanzania;

**HAVE DECIDED** to establish the Crop Science Association of Tanzania, hereinafter referred to as "the Association," and also to be known by its acronym "CROSAT", which shall be governed by the following provisions:

## **Vision**

**Professionalism and application of science in agriculture for the betterment of the society**

## **Mission**

**To work closely with the scientific community, the government and non-state actors to enhance the recognition and contribution of agricultural science in national development**

# ARTICLE 1

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## INTERPRETATION

Whenever used in this Constitution and by-laws, the following words and terms shall have the following meanings:

**"Association Account"** means the account or accounts in which the principal of the Association funds and income from its sources shall be deposited and held;

**"Association"** means the Crop Science Association of Tanzania;

**"Board of Trustees"** shall mean the Board of Trustees of the Association;

**"By-laws"** shall mean the By-laws of the Association;

**"Crop Science"** means any field of agriculture dealing with science of crops;

**"CROSAT"** means the Crop Science Association of Tanzania;

**"Constitution"** means the constitution of the Crop Science Association of Tanzania;

**"Executive Committee"** means Executive Committee of the Association;

**"Founder members"** means the initiators and those members who joined the Association at the foundation annual general meeting held on 4th November, 2022;

**"AGM"** means Annual General Meeting;

**"Annual General Meeting"** means an assembly of all members of the Association as established under Article 13. of the Constitution;

**"Member"** means founder member and any other member approved by the Executive Committee to be member of the Association;

**"President"**, **"Vice-President"**, and **"Secretary General"** shall mean, respectively, the President, Vice-President and Secretary General of the Association; and

**"Secretariat"** means Secretariat of the Association established under Article 11. of the Constitution.

# ARTICLE 2

## NAME, LEGAL STATUS AND POWERS OF THE ASSOCIATION

### Name of the Association

- (1) The Association shall be known as the “CROP SCIENCE ASSOCIATION OF TANZANIA” or in its acronym, “CROSAT”.

### Office, logo and seal of the Association

- (2) The Association shall have an Office, Seal and Logo to depict various facets of crop science and production and its sustainability.
- (3) The registered office of the Association shall be at Morogoro, Tanzania.

### Legal Status and Powers of the Association

- (4) The Crop Science Association of Tanzania shall be a not-for-profit, apolitical, non-religious association and shall work for the enhancement of agricultural science and contribute to agricultural development.
- (5) The Association, through its Board of Trustees shall have the capacity of a legal person to perform any acts appropriate to its objectives within the powers granted to it by the Constitution. It shall in particular have the capacity to hold movable and immovable properties of every description, enter into contracts, institute and defend suits and other legal proceedings and do all things necessary to honor its Constitution.
- (6) In furtherance of the objectives provided herein, but not otherwise, the Association shall have the following powers: -

- (a) To purchase take on lease or in exchange herein or otherwise acquire and hold any estate or interest in any land building easement rights privileges concessions and any moveable or immovable properties whatsoever and to construct, maintain alter, and demolish any building or work necessary or convenient for the aims and objectives of the Association.
- (b) To borrow or raise or secure the payment of money for any of the purposes of the Association;
- (c) To open and operate an account in Tanzania or outside Tanzania;
- (d) To invest and deal with the money not immediately required in such a manner as may from time to time be determined;
- (e) To undertake or defend against any legal proceedings;

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- (f) To make accept endorse and execute cheques, bills of exchange, and other negotiable instruments;
  - (g) To take or receive any gift by way of testamentary disposition;
  - (h) To sell, improve, carry, develop, lease or otherwise dispose of grants, licenses easements and other rights in respect of and in any other manner, and whatsoever deal with any of the moveable properties;
  - (i) To appoint and constitute committees as the Association may think fit;
  - (j) To employ such staff as are necessary for the purposes of undertaking functions and activities of the Association and to make all reasonable and necessary provisions for payment of remunerations and other employment benefits;
  - (k) To support activities related to the breeding, development and conservation of the plant; and
  - (l) To do every act or acts incidental or appurtenant to or growing out of the aforesaid objects or aims provided the same are not inconsistent with the laws under which the Association had been established.

## **ARTICLE 3**

### **OBJECTIVES OF THE ASSOCIATION**

The objectives of the Association shall be: -

- (a) To foster collaboration among crop scientists and other professionals in related fields to facilitate the exchange of knowledge and ideas concerning the science and practice of crop production and processing;
- (b) To promote and co-ordinate effective crop research activities in Tanzania;
- (c) To increase access to information through establishing databases on past and current and organizing seminars, conferences, symposia, and colloquia on crop science issues such as research, training, crop production, processing, marketing, extension, and related topics;
- (d) To determine the training needs in the field of crop science in the country to commensurate with technology advancement;

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- (e) To elevate the status of agricultural science as a profession in Tanzania as well as to foster sustainable crop production systems;
  - (f) To foster professional relationships with other related associations in and outside Tanzania;
  - (g) To promote agricultural biotechnology through credible evidence to enhance food security and contribute to poverty alleviation in Tanzania
  - (h) To protect the interests of crop scientists including rewards for research and other form of excellence and enable them to benefit from the acquired intellectual property rights;
  - (i) To improve collaboration between crop scientists and government, universities, and other local and international institutions by joint planning and execution of research to achieve specific goals; and
  - (j) To raise funds and other resources in order to support the activities of the Association;

## **ARTICLE 4**

### **PATRON**

The Association shall have a Patron who shall be elected at the Annual General Meeting whenever the position is vacant.

## **ARTICLE 5**

### **MEMBERSHIP**

- (1) Membership to the Association may be offered to any person interested in the objectives of the Association and shall be in the following categories:

### **FOUNDER MEMBERS**

- (a) Founder Members shall be all members who took an active part during the formative stages of the Association and their names shall appear in the registration documents. Such members shall be required to pay fees applicable to ordinary members.

# ARTICLE 5

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## **ORDINARY MEMBERS**

- (b) Ordinary Members shall be professionals working on research, training, extension, production, processing, and marketing of crops. Members should at least hold a certificate in their relevant profession subject to approval by the Executive Committee. Such members shall be required to pay fees of which the rates shall be determined by the Annual General Meeting (AGM)

## **ASSOCIATE MEMBERS**

- (c) Associate members shall be:-
- i) Farmers.
  - ii) Any person or corporate body or institution advancing the interests of the Association.
  - iii) Students in areas of agriculture and any agriculture-related fields of training shall be limited to five (5) calendar years and students under this category shall make applications to join and pay fees.

## **HONORARY MEMBERS**

- (d) Honorary Members shall be individuals who have distinguished themselves in public services and shall be proposed by the Executive Committee to the Annual General Meeting for consideration and approval and shall not be liable to pay fees.

## **LIFE MEMBERS**

- (e) Life Members shall fulfill the requirements for either ORDINARY or ASSOCIATE members and shall contribute membership fees for a minimum of TEN YEARS in advance.

## **MEMBERSHIP FEE STRUCTURE**

- (2) Membership fee structure shall be established and approved by the Annual General Meeting from time to time.



## **ARTICLE 6**

### **ADMISSION TO THE ASSOCIATION**

#### **APPLICATION FOR MEMBERSHIP**

Eligible members shall apply by filling in an application form and submitting it to the Secretariat. Such application shall be considered for approval by the Executive Committee.

## **ARTICLE 7**

### **PRIVILEGES**

- (1) All FOUNDED and ORDINARY MEMBERS shall be: -
  - (a) Entitled to vote physically at the Annual General Meeting or virtually as shall be organized,
  - (b) Eligible to hold office in the Association when elected, and
  - (c) Included in a published list of members
- (2) Every ORDINARY and ASSOCIATE member shall be entitled to: -
  - (a) Participate in any meeting, seminar, conference, work or study tour called or organized by the Association,
  - (b) Receive or allowed to access an electronic copy of each issue of the journal of the Association
- (3) LIFE MEMBERS shall be entitled to all privileges falling under this Article and shall, in addition, receive or be allowed to access an electronic copy of every publication of the Association.

## **ARTICLE 8**

### **REGISTRATION OF MEMBERS**

Membership shall be subject to registration as shall be determined from time to time by the Annual General Meeting.

# ARTICLE 9

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## TERMINATION AND RE - ADMISSION OF MEMBERSHIP

- (1) Membership shall be terminated by voluntary resignation, expulsion, death or when a member absents himself from three (3) consecutive Annual General Meetings without written notice of absence to the Secretary-General.
- (2) Subject to the resolution of the General Meeting, membership may be terminated when a member is insane for more than three consecutive years with proof of a Psychiatrist or Medical Doctor.
- (3) Resignation shall become effective only from the date on which written notice is received and acknowledged by the Secretary General.
- (4) The name of member shall be struck off the list when the member fails to pay subscription for two consecutive years but shall be liable for any outstanding fees and shall not be re-admitted until all outstanding amounts have been paid.
- (5) The Executive Committee, by a two thirds majority of its members, shall have power to expel, suspend or re-admit any member(s) for any cause which in their judgment requires such action in the interest of the Association.
- (6) In the case of re-admission, the Executive Committee shall have powers, by two thirds majority, to waive, or determine the amount of unpaid subscription or thereof to be paid, depending on the circumstances.
- (7) Registration and annual fees paid by any member whose membership has been terminated for any reason shall not be refunded.

# ARTICLE 10

## OFFICE BEARERS

- (1) The Officers of the Association shall be:
  - (a) President
  - (b) Vice President
  - (c) Secretary General
  - (d) Deputy Secretary General
  - (e) Treasurer
  - (f) Publicity Secretary
  - (g) Assistant Publicity Secretary
- (2) The office bearers shall be elected every three years by the Annual General Meeting and shall be eligible for re-election. No office bearer shall hold the same office for more than two consecutive terms.

# ARTICLE 11

## THE SECRETARIAT

- (1) The Secretariat shall consist of the Secretary General, Depute Secretary General, Treasurer, Publicity Secretary, Assistant Publicity Secretary and other supporting staff appointed or employed by the Executive Committee to head Sections or Units of the Association.
- (2) Secretary General of the Association shall be the head of the Secretariat and shall chair all meetings of the Secretariat.
- (3) The Secretariat shall be responsible for:
  - (a) The day-to-day administration of the Association.
  - (b) Convening meetings, as instructed by the President or the Executive Committee.
  - (c) Providing support to all members of the Association.
  - (d) Organizing conferences, seminars, symposia, training programs and other meetings in accordance with the approved programme of work.
  - (e) Arranging to issue periodic reports and other publications covering all fields of crop science and production.
  - (f) Preparing proposals for joint action programs with other regional and international bodies for the Executive Committee's consideration.
  - (g) Preparation of budgets and financial management under the supervision of the Executive Committee.

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- (h) Taking action on other matters consistent with the objectives of the Association;
  - (i) Performing other functions that may be specified by the Executive Committee and the Annual General Meeting.

## **ARTICLE 12**

### **EXECUTIVE COMMITTEE**

- (1) The affairs of the Association shall be managed by an EXECUTIVE COMMITTEE which shall consist of:-
  - (a) President
  - (b) Vice President
  - (c) Secretary General
  - (d) Assistant Secretary General
  - (e) Publicity Secretary
  - (f) Treasurer
  - (g) Assistant Publicity Secretary
  - (h) Five members elected by the Annual General Meeting
  - (i) Immediate past President
- (2) The office bearers and members of the Executive Committee shall be entitled to receive any remuneration as approved by the AGM and shall be entitled to refund on financial expenses while conducting their duties on behalf of the Association upon approval by the President.
- (3) The duties of the Executive Committee shall be:
  - (a) To run the affairs of the Association
  - (b) To propose changes of registration and membership fees for approval by the Annual General Meeting
  - (c) To prepare the annual budget for the Association
  - (d) To admit, re-admit, suspend or terminate membership as provided for in this Constitution
  - (e) To convene meetings in accordance with the Constitution
  - (f) To perform any other duties as the Annual General Meeting shall direct
- (4) The quorum for the Executive Committee shall be 50% of members present and/or participating virtually

# ARTICLE 13

## ANNUAL GENERAL MEETINGS OF THE ASSOCIATION

### ANNUAL GENERAL MEETING

- (1) There shall be an Annual General Meeting (AGM) of the Association to be held at the time and place as shall be decided by the AGM
- (2) Powers and Functions of the Annual General Meeting shall be:
  - (a) To receive annual report of the Association as shall be presented by the President of the Association;
  - (b) To consider and approve budget and audited financial statement of the Association as shall be presented by the Treasurer;
  - (c) To elect office bearers and members of the Executive Committee;
  - (d) To consider and approve the appointment of an external auditor;
  - (e) To determine the criteria for membership in the Association;
  - (f) To determine the annual membership fee and contributions payable by the members;
  - (g) To consider and take action on any other matter presented by the Executive Committee;
  - (h) (h)To organize Scientifics seminars, training and workshops on fields and horticultural crops.
  - (i) (i)Subject to the provisions of this Constitution, to approve By-laws and rules of procedure for convening its meetings, voting procedures and dissemination of its reports;
  - (j) To approve any amendments to this Constitution; and
  - (k) To discuss and approve anything, which is necessary for the better performance of the Association.
  - (l) A notice for the AGM shall be sixty days and for Quorum at Annual General Meetings shall be 25% majority of the members personally present.

### EXTRAORDINARY GENERAL MEETING

- (1) An Extraordinary General Meeting (EGM) of the Association shall be called by the Secretary General under any of the following circumstances:
  - (a) On instructions of the Executive Committee;
  - (b) On a written call by the President and five members of the Executive Committee or
  - (c) On a written request by twenty voting members of the Association.

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- (2) Request for Extraordinary General Meeting shall state the business which the Association is called upon to transact.
  - (3) A notice for the EGM shall be thirty days and Quorum at Extraordinary General Meetings shall be 25% majority of the members personally present.

## **ARTICLE 14**

### **BOARD OF TRUSTEES**

- (1) Subject to the provisions of the Trustees' Incorporation Act of Tanzania (in place at the time), any other applicable written law and the Trust Rules, the Trustees shall be registered and governed by the provisions of the Trust Deed.
- (2) The registered Trustees shall, hold and own in trust all the property of the Association and ensure the preservation, maintenance, development and proper or intended charitable purposes and use of such property.
- (3) The trustees shall, through the Secretary General who shall also be the Secretary to the Board of Trustees whether acting together as Board of Trustees of the Association, have the sole custody of the common seal of the Association and shall have power to use the same in accordance with the provisions of the trust deed and rules.
- (4) The Board of Trustees shall have power to require any person and any officer, office bearer, employee or agent of the Association to produce for the Board's use, inspection or, as the case may be, repossession of any material, data, document or any other information in relation to or concerning the property of the Association.
- (5) The Board of Trustees shall have power to formulate and make major policy decisions concerning the trust property, movable and immovable, assets and liabilities of the Association on the basis of proposals, recommendations and/or advices of the Executive Committee and/or, as the case may be, of the Secretariat.
- (6) The Board of Trustees shall have power to sue on behalf of and defend actions brought against the Association in courts of law and in tribunals of arbitration and other alternative dispute resolution actions or proceedings and, in that behalf, to retain the services of legal counsel.

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- (7) Subject to any applicable written law, the trust deed and trust rules, in the pursuance of the Association's objects, the Board of Trustees shall exercise its powers and performance of its functions under the trust deed and trust rules.
  - (8) The Board of Trustees shall be independent of any other organ of governance of the Association.
  - (9) The budget and expenditure of the Board of Trustees shall be one and the same as that of the Association.
  - (10) All administrative and general executive functions of the Board of Trustees shall be executed through the Secretariat, the Executive Committee and the Annual General Meeting in accordance with the provisions of the Trust Deed, Regulations and Rules.
  - (11) Invested funds and heritable assets of the Association shall be held by a trustee appointed by the Annual General Meeting from time to time

## **ARTICLE 15**

### **SOURCE AND MANAGEMENT OF INCOME AND PROPERTY**

- (1) The Association shall derive its funds and income from annual or fixed contributions by its members and revenue from grants, donation and property of the Association.
- (2) The Association shall have power to accept, from members and well-wishers, donation(s) either in cash or in kind.
- (3) No funds or income of the Association my, under any circumstances, be paid by way of dividends or bonus to any person or institutions unless officially sanctioned by the Executive Committee and approved by the members at the Annual General Meeting.
- (4) The Treasurer shall be the overall in charge of managing all funds and or monetary transactions of the Association and shall follow procedures agreed upon at the AGM.
- (5) A recognized Auditor, who shall not be a member of the Association, shall be appointed at the Annual General Meeting and shall hold office until the following Annual General Meeting.

# ARTICLE 16

## PUBLICATIONS

- (1) The Association shall establish a forum for publication of writings on crop science and related fields in the form of a scientific journal and or newsletter whose names shall be determined by the Annual General Meeting.
- (2) The journal or newsletter will be published periodically as shall be determined by the Editorial Board.
- (3) The day to day running of the journal or newsletter shall rest on the Editorial Board which shall be elected at the Annual General Meeting and shall comprise of:
  - (a) The Chief Editor
  - (b) Sub Editors from each of the disciplines as shall be determined under paragraph (iv) of the functions of the Annual General Meeting

# ARTICLE 17

## BY LAWS

For the discharge of functions under this Constitution, By-laws may be formulated by the Executive Committee and approved by the Annual General Meeting in regards to:-

- (a) Conditions for membership
- (b) Procedures for convening the Annual General Meeting
- (c) Election of the Executive Committee and its officers
- (d) Procedures and functions of ad-hoc bodies, working parties, and consultants
- (e) Financial resources management
- (f) Audit procedures
- (g) Procedure for appointment of External Auditor
- (h) Amendment and Suspension of By-laws.
- (i) Personnel management in the Secretariat, including recruitment, promotion, and disciplinary measures
- (j) Financial management, such as opening of bank accounts, preparation of accounts and financial statements and calculation of travel allowances
- (k) Procedures to conclude contracts and agreements with other organizations



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- (l) Procedures for acceptance of donations
  - (m) Amendment of the rules and procedures
  - (n) Any other matter related to the Constitution

## **ARTICLE 18**

### **AMENDMENT OF THE CONSTITUTION**

#### **Powers to amend the Constitution**

- (1) This Constitution may be amended by a two-thirds majority of votes of the Annual General Meeting.
- (2) Quorum for the Annual General Meeting when voting for amending the Constitution shall be two thirds of the registered members and the number shall include physically and virtually participating members.

### **PROCEDURE FOR AMENDMENT OF THE CONSTITUTION**

- (1) This Constitution may be amended by a two-thirds majority of votes of the Annual General Meeting.
- (2) Quorum for the Annual General Meeting when voting for amending the Constitution shall be two thirds of the registered members and the number shall include physically and virtually participating members.

### **PROCEDURE FOR AMENDMENT OF THE CONSTITUTION**

- (1) Proposals for amendment of the Constitution can be made either by the Executive Committee or by a member of the Association through a communication addressed to the President of the Association.
- (2) The President shall circulate to all members all proposals for amendment(s) at least thirty days before the set date of the meeting of the Annual General Meeting.
- (3) No proposal for amendment(s) to the Constitution shall be included in the agenda of the Annual General Meeting unless notice, thereof has been received by the President at least 45 days prior to the opening of the Annual General Meeting.
- (4) The adopted amendment(s) to the Constitution shall become effective 30 days after their adoption unless otherwise decided by the Annual General Meeting.

# **ARTICLE 19**

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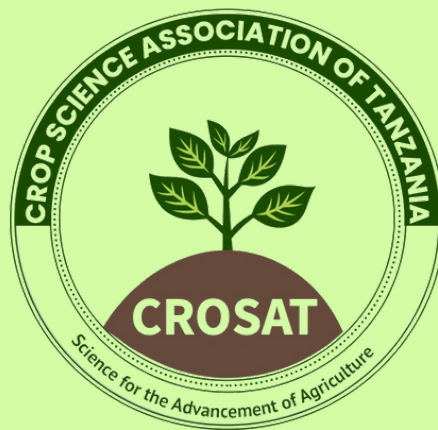
## **SETTLEMENT OF DISPUTES**

Any dispute arising between members of the Association concerning the interpretation and application of the provisions of the Constitution, Rules and By-laws and which cannot be settled by the parties concerned shall be submitted to the Executive Committee which will discuss and present the matter to the Annual General Meeting and its decision on the matter shall be final.

# **ARTICLE 20**

## **DISSOLUTION OF THE ASSOCIATION**

- (1) The abolition of the Association shall entail dissolution of the Constitution And dissolved by a two-thirds majority of all members and physically during voting to dissolve the Association
- (2) In case of dissolution of the Association, the responsibility for the settlement of outstanding liabilities, if any, or receipts from sales of assets after settlement of liabilities, if any, shall be shared equally by all members of the Association.



***Crop Science Association of Tanzania (CROSAT)***

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