

**THE EAST AFRICAN CIVIL SOCIETY  
ORGANISATIONS'FORUM  
(EACSOFF)**

**THE CONSTITUTION**

**March, 2017.**

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## **PREAMBLE**

*Desirous* of a united and democratic East Africa;

*Convinced* that economic and social progress can only exist in a democratic society;

*Aware* that rules of law and respect of human rights a revival to peace and stability;

*Believing* that unity is a prerequisite for economic and social progress;

*Noting* that unity contributes to the strength of the region as an entity;

*Supportive* of the existing East African Community and its various initiatives;

*Believing* in the central role of civil society in fostering people-centred regional integration;

*Committed* to total unity of civil society as unique strength;

WE the members of the civil society establish the East African Civil Society Organisations' Forum (EACSOF) and adopt this Constitution to guide the organisation.

## **ARTICLE ONE**

### **Name of the Forum**

The name of the Forum shall be the East African Civil Society Organisations' Forum, hereinafter referred to as "EACSOF".

## **ARTICLE TWO**

### **Legal Registration of the Forum**

- (1) The East-African Civil Society Organizations' Forum (EACSOF) is a Regional Organization registered in the United Republic of Tanzania in accordance with the Non-Governmental Organisations Act No. 24 of 2002 of Tanzania.
- (2) The head office and Secretariat of EACSOF shall be located in same geographical area as the headquarters of the EAC provided that members can make a resolution to relocate the Headquarters. A decision to this effect shall be made by a 2/3 majority in a meeting of the General Assembly.
- (3) The Forum shall facilitate the establishment of National Chapters in all East African Partner States in accordance with the respective Laws of the East African Community Member States.

## **ARTICLE THREE**

### **Legal Status**

The Forum is a body corporate and thus shall have the right and capacity to sue and be sued in its own name and own both moveable and immoveable property. It shall have its own Official Seal and Emblem.

## **ARTICLE FOUR**

### **Character of Forum**

- (1) EACSOF is a regional platform of legally-registered Civil Society Organisations whose major aims are to promote an East African society based on friendship, solidarity and mutual respect; that endeavors to build an independent, self-reliant economy; upholds respect for human rights; fosters healthy traditions and cultural norms; and fights for democracy, rule of law, social justice, good governance and people-centered development and protects the interests of Forum.
- (2) As a regional organization, EACSOF shall be a platform of CSO representation at the regional level. EACSOF shall delegate specific responsibilities to its national chapters established in each of the Partner states.

## **ARTICLE FIVE**

### **Vision**

An integrated community in which citizens fully participate in all processes that affect their lives.

## **ARTICLE SIX**

### **Mission**

To provide an inclusive platform for Civil Society to promote good policies and democratic governance for the wellbeing of East Africans.

## **ARTICLE SEVEN**

### **The Basic Principles and Values of the Forum**

The Forum shall be guided by the following principles and values:

- (a) Inclusiveness and Equal Participation.
- (b) Gender Equity and Equality.
- (c) Transparency, Accountability and Selflessness.
- (d) Independence, impartiality and active participation of members.
- (e) Collective Ownership and Responsibility.
- (f) Networking and Information sharing with all stakeholders should be at the core of Forum's operations.
- (g) Mutual Respect and Trust.
- (h) Effective, proper and accurate representation of constituent groups.
- (i) Integrity.
- (j) Competence and Professionalism.
- (k) Confidentiality.
- (l) Equal rights and responsibilities.

## **ARTICLE EIGHT**

### **Objectives**

The Main Objectives of the Forum shall be the following:

- (a) To provide a platform for the East African Civil Society Organisations to effectively engage in the integration processes of the EAC.
- (b) To present a platform for Civil Society Organisations to package and disseminate information among the citizens of the East African Community and to sensitize and educate the citizens on the East African Community's institutional endeavours and their constitutional rights, duties and responsibilities under the East African Community Treaty.
- (c) To effectively participate in and influence the Economic, Social and Political processes of the East African Community through policy research, lobbying and advocacy.
- (d) To monitor the formulation and implementation of the East African Community policies and programmes from a pro-poor and gender perspective, in order to address the needs and concerns of socially and economically marginalized and vulnerable groups.
- (e) To promote and advance the protection of human and people's rights in the East African Community and to encourage efforts at deepening democracy in the Region.
- (f) To promote, protect and uphold the spirit of constitutionalism, rule of law, good governance and respect of state institutions within the East African Community.
- (g) To ensure participation of Civil Society Organisations in conflict management processes in the region.
- (h) To promote the visibility of national issues from a Civil Society Organisations' perspective in the East African Community.
- (i) To foster the culture of tolerance and constructive engagement in the region and amongst the East African Community Partner states.

- (j) To encourage the adoption of the principle of collective responsibility by Partner States of the East African Community.
- (k) To present a concerted front through support and solidarity to member organizations in the promotion and pursuance of any of the above objectives.
- (l) To build the Capacity of member organizations.
- (m) To foster research and consultation work on matters relevant to the objectives of the Forum.
- (n) To promote information dissemination, communication and documentation.

## **ARTICLE NINE**

### **Membership**

- (1) The following shall be members of the Forum:
  - (a) All CSOs duly registered in the EAC Partner States and are desirous to be members of EACSOF will apply through their respective National Chapters.
  - (b) Regional CSOs who have an interest in regional integration matters.

### **(2) Provided**

- (a) That all Civil Society Organisations that were members of EACSOF as at 30<sup>th</sup> March, 2017 shall remain members of Forum, by updating their membership through the National Chapter.
- (b) The Secretariat shall provide the National Chapters a full list of all members in each of the partner states since inception within thirty days upon adoption of this Constitution.

## **ARTICLE TEN**

### **Organs of the Forum**

The Forum shall have the following organs:

- (a) General Assembly
- (b) Governing Council
- (c) Conflict Resolution Committee

- (d) Secretariat
- (e) National Chapters

## **ARTICLE ELEVEN**

### **The General Assembly**

- (1) The General Assembly shall be the highest organ of the Forum and shall be composed of all members of EACSOF.
- (2) The General Assembly shall hold an Annual General Meeting not later than 31<sup>st</sup> March of each year.
  - (a) The Annual General Meetings shall be held on a rotational basis in each of the Partner States of the East African Community.
  - (b) Six delegates from each of the National Chapters based and operating at Partner States' level shall have voting rights at the Annual General Meeting. This number is inclusive of the two organisations representing each country in the Governing Council.
  - (c) The two organisations representing the country at the Governing Council shall at all times attend the Annual General Meeting.
  - (d) The delegates to the Annual general meeting and the two (2) nominees to the GC shall be elected at a general meeting of all EACSOF members under a National Chapter. The minutes and the signed attendance list shall be submitted to the Secretariat fourteen days before the Annual General Meeting.
  - (e) National Chapter shall be made to ensure gender parity among voting delegates at the AGM.
  - (f) All other duly registered members of EACSOF may attend the meetings of the General Assembly and participate fully in the deliberations as non-voting members.
  - (g) The General Secretary shall give one month's Notice of Annual General Meeting of the Forum to all the National Chapters.
- (3) Any meeting of the General Assembly shall be considered to be quorate if two thirds (2/3) of the Partner States are represented. Provided that each of the attending Partner States shall be represented by not less than four voting delegates and the total number of the voting delegates is not less than two thirds (2/3) of the voting delegates.
- (4) Members from any three National Chapters may petition the General Secretary to convene an Extra-Ordinary General Meeting.
  - (a) Members requesting for an Extra Ordinary Meeting shall sign and submit a petition to the General Secretary stating the reason(s) for the meeting.
  - (b) Upon receipt of the petition, the General Secretary shall convene the meeting within a period of two months from the date of the petition.
  - (c) Where the General Secretary fails to convene the Extra Ordinary General Meeting within the stipulated period, the petitioning members shall convene the Extra Ordinary General meeting within four weeks from the date the General Secretary was allowed to convene the meeting in accordance with Sub Article (3) above on quorum.
  - (d) Upon failure of the mechanism in (c) above, the Conflict Resolution Committee shall convene the parties in dispute and resolve the matter.



- (5) The powers and functions of the General Assembly are:
- (a) To consider and adopt policies of the Forum.
  - (b) To approve the establishment of new National Chapters.
  - (c) To discuss and approve the Annual Plans and budgets of the Forum.
  - (d) To elect the Governing Council of the Forum.
  - (e) To appoint the Conflict Resolution Committee and any other organ of the Forum.
  - (f) To appoint Auditors of the Forum.
  - (g) To consider and determine proposals for membership fees and annual subscription rates payable by members and the proportion to be retained by the National Chapters.
  - (h) To discuss and approve the Annual Activities Report, the Annual Financial Statement and the Annual Auditors' Report.

## **ARTICLE TWELVE**

### **The Governing Council**

- (1) The Governing Council shall be composed of two representatives from each Partner State elected by the Annual General Meeting through member organisations to the Forum. In the electoral process, it shall be ensured that there is gender consideration in the country representation. The Chief Executive Officer of the Forum shall be an *ex-officio* Member of the Governing Council.
- (2) The President, Vice-President, General Secretary, Deputy General Secretary and Treasurer of the Forum shall be elected from the members of the Council by the General Assembly in accordance with the approved rotation schedule.
- (3) The tenure of the Governing Council shall be two years, provided that no organisation shall serve on the Council for more than two terms.
- (4) The election of the Governing Council shall be done by the respective National Chapters. The electoral process shall strictly adhere to the provisions of Article 12 (1) and (2).
- (5) The responsibilities of the Governing Council are:
  - (a) To formulate policies and regulations for the proper conduct of the Forum's business.
  - (b) To oversee the implementation of the Forum's policies by the Secretariat.
  - (c) To prepare and forward for consideration of the General Assembly the Annual Activities Reports, Annual budget estimates and Financial and Audited Accounts of the Forum.
  - (d) To appoint thematic and working committees to address specific issues in line with the objectives of the Forum as stated in this constitution.
  - (e) To fundraise and mobilize resources for the Forum.
  - (f) To formulate the staff rules and regulations for the personnel within the Secretariat.
  - (g) To appoint the Chief Executive Officer and other senior officers of the Secretariat.

- (h) To set performance targets and to supervise the Chief Executive Officer.
  - (i) To receive recommendations and proposals for the amendment or repeal of rules made by the General Assembly.
  - (j) To undertake any other functions as shall be delegated by the General Assembly.
- (6) The Governing Council shall meet at least three times in a year, and the meetings of the Governing Council shall be convened by the General Secretary and shall be quorate if it has two-thirds of the members.
- (7) The President shall chair all the meetings of the General Assembly and of the Governing Council, and in his or her absence the Vice-President, and in the absence of both of them, the council shall elect the chair.
- (8) The President shall be the official spokesperson of the Forum. He/she can delegate this to any member of the Governing Council or Chief Executive Officer.
- (9) The Treasurer shall ensure prudent, efficient and proper management of the Forum's finances and shall submit quarterly financial reports to the Governing Council to be considered at the Council's meetings. The Governing Council shall appoint two of its members, who together with the Treasurer will form the Finance and Audit sub-committee.
- (10) A member of the Governing Council shall lose their seat on the Governing Council in any of the following instances:
- a. Abuse of Office;
  - b. Failure to attend three meetings of the Governing Council, without reasonable cause;
  - c. Mental or physical incapacity rendering the member unable to conduct their duties as a member of the Governing Council;
  - d. Conduct contrary to the objectives of the Forum as contained in this constitution;
  - e. Convicted of a criminal offence and sentenced to a custodial term of not less than six (6) months.
- (11) Where a member has lost their position on the Governing Council due to the reasons enumerated above, the National Chapter where the member comes from shall through internal consultations, chose another organization as a replacement and forward the name of the organization it at the Governing Council.

## **ARTICLE THIRTEEN**

### **Conflict Resolution Committee**

- (1) The General Assembly shall establish a Conflict Resolution Committee to handle and resolve various disputes arising within and amongst the various organs in the best interest of the Forum as provided in Article 19 (2).

- (2) The Conflict Resolution Committee shall be representative of National Chapters and necessary expertise.
- (3) The Conflict Resolution Committee shall submit an Annual report to the General Assembly.
- (4) The Conflict Resolution Committee shall exercise its mandate in an impartial and independent manner.
- (5) The Conflict Resolution Committee shall be guided by rules and regulations established under this Constitution.

## **ARTICLE FOURTEEN**

### **The Secretariat**

- (1) The Secretariat shall conduct the day to day activities of the Forum and ensure that all decisions of the General Assembly and the Governing Council are implemented.
- (2) The Secretariat shall be headed by the Chief Executive Officer, and shall consist of such other staff as the Governing Council shall by Regulations prescribe.
- (3) The Chief Executive Officer shall ensure that all official documents and records of the Forum are safely and properly kept.
- (4) The Chief Executive Officer shall be the Accounting Officer of the Forum and shall ensure that all resources are put to proper use.
- (5) The Chief Executive Officer shall submit quarterly reports on the activities of the Secretariat to the Governing Council.
- (6) The Chief Executive Officer will brief the President and other members of the Governing Council on any major undertakings that involve the Forum.
- (7) The Chief Executive Officer shall ensure that the operations of the different National Chapters are aligned to the vision, values and the strategic direction of the Forum.
- (8) The Chief Executive Officer shall discharge any other lawful duties assigned to him/her.

## **ARTICLE FIFTEEN**

### **National Chapters**

- (1) Definition of a National Chapter

A National Chapter of EACSOFF is a forum established by CSOs in Partner States formed to implement the common vision, values and strategic direction of EACSOFF.

- (2) Relationship between Regional body and National Chapters
- (a) EACSOF National Chapters are the key pillars of the Forum at the national level.
  - (b) There shall be one National Chapter in each of the Partner States.
  - (c) National Chapters shall adopt their own rules provided these rules are not contrary to this Constitution. The Forum shall develop model rules for adoption by the National Chapters.
  - (d) If a National Chapter fails to adhere to the vision, values and strategic direction of EACSOF, it ceases to be a Chapter and must stop using “EACSOF” as part of its name. Appropriate conflict resolution procedures shall be followed.
  - (e) In circumstances where subsection (2) (d) above applies, the Regional body shall facilitate CSOs in that Partner State to re-establish the Chapter. The withdrawing National Chapter shall be required to make good all obligations due to EACSOF.
- (3) Duties and responsibilities of Regional body and National Chapters
- (a) The regional body shall exercise mandate in the following areas:
    - (i) Harmonisation of policies and plans
    - (ii) Setting the strategic direction of the Forum
    - (iii) Engagement and representation at the regional and international level.
    - (iv) Facilitation and support towards effective operation of National Chapters.
    - (v) Strengthening dialogue and cooperation among National Chapters.
    - (vi) Dispute resolution within and among National Chapters.
    - (vii) Coordination and support to National Chapters in membership recruitment and mobilisation.
    - (viii) Maintain an updated register of all EACSOF members according to their respective National Chapters.
    - (ix) Resource Mobilisation
  - (b) National Chapters shall have autonomy in the following areas:
    - (i) Implementation of the vision, values, strategic direction and Programmes of the Forum within the Partner States.
    - (ii) Membership mobilization and recruitment
    - (iii) Representation of EACSOF at national level
    - (iv) Engagement in regional matters at national level
    - (v) Resource Mobilisation

- (c) Chapters shall provide a certified list of all EACSOF members within their jurisdiction on annual basis to the Regional body.
- (d) National Chapters shall collect membership fees and annual subscription on behalf of the Regional Forum and remit it to the Regional body.
  - (i) The National chapters shall retain an agreed percentage of the collected fees.
  - (ii) The amount and percentage of membership subscription fees to be remitted to the Regional body shall be determined by the Governing Council and approved by the General Assembly.
- (e) All EACSOF members operating in a particular Partner state shall be coordinated by their respective National Chapters.

## **ARTICLE SIXTEEN**

### **Finances of the Forum**

- (1) The finances of the Forum shall be derived from:
  - (a) Membership and Subscription Fees. All EACSOF Members shall pay the prescribed membership and subscription fees to the Forum through their respective National Chapters.
  - (b) Grants.
  - (c) Consultancy fees derived from consultancies that the Forum may engage in.
  - (d) Sale of materials and other resources, intellectual or otherwise, that shall be developed or generated by the Forum.
  - (e) Any source whose terms and conditions do not in any way contravene the (realization of) the principles and objectives of the Forum as stipulated in this constitution.
- (2) All the material and financial resources of the Forum shall be applied solely towards the promotion of the objectives of the Forum as set out in this Constitution.
- (3) The Governing Council shall by resolution determine the Bank Accounts that the Forum shall open and operate, including specification of who the signatories to these accounts shall be.
- (4) All transactions entered into on behalf of the Forum shall be in the name of the Forum.
- (5) The financial year of the Forum shall be twelve calendar months, commencing on the 1<sup>st</sup> of January and ending on 31<sup>st</sup> of December of every year.
- (6) The Books of Account of the Forum shall be audited every year by an auditor appointed by the General Assembly, provided that in appointing the auditor the General Assembly

shall ensure that there is no conflict of interest between the auditor as appointed and the Forum.

## **ARTICLE SEVENTEEN**

### **Power to Make Rules**

- (1) Subject to any express provision of this Constitution the power to make day to day rules are vested in the Governing Council.
- (2) Any Member may propose amendment, repeal or propose any change in the Rules and such proposal shall be served in writing to the Governing Council of the Forum.

## **ARTICLE EIGHTEEN**

### **Ethical Standards**

- (1) All persons participating in the operations of the Forum shall conduct themselves in accordance with this Constitution. In addition, every person shall be expected:
  - (a) To show utmost good faith and tolerance to others in all matters relating to the Forum.
  - (b) To display satisfactory conduct, honesty and transparency and a deep and continuing commitment to the activities of the Forum;
  - (c) Not to use the Forum's facilities, name or influence to further private gain or any partisan, religious, ethnic or similar interests which are contrary to the objectives of the Forum;
  - (d) Not to conduct himself/herself in a manner prejudicial to the interests of the Forum.
- (2) The Governing Council shall develop the necessary operational guidelines to ensure that the ethical standards of the Forum are maintained.

## **ARTICLE NINETEEN**

### **Dispute Settlement**

- (1) Any dispute arising out of any relationship between the Forum and any other party shall be settled through arbitration. The mode of arbitration shall be decided by the parties amicably.
- (2) Where the dispute is within and/or between the organs of the Forum, the matter shall be handled by the Conflict Resolution Committee established under Article 13.

## **ARTICLE TWENTY**

### **Amendment of the Constitution**

Any of the provisions to this Constitution may be amended by two thirds majority of members present at an Annual General Meeting or Extra Ordinary General Meeting provided that the proposed amendments are circulated to the members with the Notice calling for the Meeting.

## **ARTICLE TWENTY ONE**

### **Dissolution of the Forum**

- (1) The Forum shall be dissolved by a resolution at a General Assembly meeting at which at least three quarters(3/4)of the votes cast support the motion of dissolution.
- (2) The Forum can only be dissolved upon a signed resolution of three quarters (3/4) of all the members and submitted to the General Assembly.
- (3) Notice of dissolution shall be given not later than one calendar month before a General Assembly meeting. No other matter shall be discussed at the meeting called to dissolve the Forum.
- (4) Upon dissolution of EACSOF all the organs of the Forum shall stand dissolved.
- (5) Upon the winding up and dissolution of the Forum, the assets of the Forum remaining after the fulfilment of obligations and liabilities shall be given or transferred to similar organisations or forum existing at the time in the East African Community Member states.

## ARTICLE TWENTY TWO

### Interpretation of the Constitution

- (1) The responsibility of interpreting any of the clauses of this Constitution shall be vested in the General Assembly, and the decision of the General Assembly on a question relating to interpretation of this Constitution shall be final and conclusive.
- (2) Without prejudice to Sub-Article (1) above, and subject to the express provisions of this Constitution and unless the context otherwise requires, in this Constitution:
  - (a) “Country Constituency” for purposes of elections shall mean all members organisations from that country in the Forum. In case of Tanzania which is a United Republic, while remaining one constituency for purposes of elections, special consideration shall be paid to Zanzibar.
  - (b) “EACSOF” shall mean a platform of Civil Society Organizations including but not limited to Non-Governmental Organisations, Community Based Organisations, Faith Based Organisations, and networks and Coalitions of such Organisations situated within the East Africa Community Member States and constituted pursuant to this Constitution.
  - (c) “The Forum” shall mean the East African Civil Society Organisations’ Forum.
  - (d) “East African Community” shall mean the Partner states which make up to East African Community.
- (3) Words importing the masculine gender shall include the feminine gender, and words importing the single number shall include the plural number, and *vice versa*.