

**CONSTITUTION OF THE MEDIA COUNCIL
OF TANZANIA OF 1995**

**Incorporating amendments made by the National General Convention,
October 2002, December 2004 and
December 2006**

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PREAMBLE

Whereas we believe that we have a duty and responsibility to ensure, enhance and defend freedom of the media, and;

Whereas in so doing we have to be guided strictly by professional principles of accuracy, objectivity, honesty, fairness, decency, and independence;

NOW THEREFORE, we Tanzanian media practitioners do hereby form the Media Council of Tanzania. The Council is non-governmental, independent and voluntary.

1. Interpretation

In this Constitution, unless the context requires otherwise,

“Board” means the Governing Board, which is one of the principal organs of the Media Council of Tanzania.

“Constitution” means this Constitution establishing the Media Council of Tanzania and any schedules thereto.

“Council” means the Media Council of Tanzania established by the country's practitioners at a General Convention held in Dar es Salaam on June 28, 1995.

“Executive Secretary” means the Executive Secretary of the Council provided for under Article 15 of this Constitution.

“Media” means the aggregate of organs whose function is to collect, process and impart information including print, electronic and verbal means by which messages, sounds and vision are communicated to the public.

“Secretariat” means the Secretariat of the Council established by Article 10 of the Constitution.

“Special resolution” means a resolution, which can only be passed by a three-

quarter majority of members attending the NGC.
“The seal” means the common seal of the Council.

2. Seat of the Council

The seat of the Council shall be Dar es Salaam

3. Objectives of the Council

The Objectives of the Council shall be:

- (a) To assist, safeguard and maintain freedom of the media in the United Republic of Tanzania;
- (b) To oversee that journalists, editors, broadcasters, producers, directors, proprietors and all those involved in the media industry in Tanzania adhere to highest professional and ethical standards;
- (c) To consider and adjudicate upon complaints from the public and amongst the media *inter se* against alleged infringements of the code of ethics;
- (d) To encourage development of the media profession in Tanzania by undertaking activities including, but not limited to, training of journalists, overseeing press clubs development, to conduct various media freedom campaigns, seminars, workshops and/or symposia;
- (e) To maintain a register of developments likely to restrict the supply of information of public interest and importance, keep a review of the same, and investigate the conduct and attitude of persons, corporations and governmental bodies at all levels, towards the media, and make public reports on such investigations;
- (f) To involve members of the public in the work of the Council and constantly and reasonably keeping them informed about its operations, views and decisions;
- (g) To promote and defend the interests of readers, viewers, and listeners;
- (h) To promote gender sensitivity, equality, equity and balance;
- (i) To raise funds for the purposes of the Council on such terms as are compatible with the autonomy of the Council and within the spirit of its mission and vision;
- (j) To publish papers, journals, newsletters and other materials to achieve these objectives; and
- (k) To do such other things as may be in the interest of the Council, the media and the public as may be necessary to achieve these objectives.

4. Right to Sue and be Sued

The Council shall have a capacity to sue and be sued in its own name.

5. Right to Own Property

The Council shall have a capacity to own movable and immovable property in its own name.

6. Assets and Liabilities

The assets and liabilities of the Council shall be vested in and managed by the Governing Board.

7. Membership of the Council

The Membership of the Council shall consist of the following:

- (a) Media outlets;
- (b) Journalists' training institutions;
- (c) Professional journalists associations;
- and
- (d) Press clubs.

8. Associate Members of the Council

The Council shall accord the status of associate membership to any professional association the aims and objectives of which complement, support or relate to the Council's objectives.

9. Commencement and Cessation of Membership

- (i) Every media house, journalists' training institute, professional journalists' association and press club, shall become a full member of the Council either from the date on which it is registered as a media organisation by a relevant authority under relevant law or from the date on which it is established by statute, as the case may be, unless such media organ expressly in writing, declines membership to the Council.
PROVIDED that this provision does not absolve any member from formally registering with the Council as a member in accordance with the provisions of this Constitution.

- (ii) A media organisation may cease to be member of the Council at its own request, by being expelled, cessation of operation, bankruptcy, winding or otherwise as provided for in this Constitution and shall have its name removed from the register of members.
- (iii) A media organization the membership to the Council of which has ceased shall not be entitled to any of the rights and privileges of such membership.
- (iv) For avoidance of doubt, to register with the Council, expulsion, voluntary withdrawal from membership or otherwise shall in no way absolve a media organisation or practitioner from the duty to adhere to ethical rules of media professional conduct and the right of the Council to arbitrate/conciliate parties who are non members. When a non member declines to submit to the jurisdiction of the Council, the matter shall be heard Ex-parte.

10. Rights of Members

- (1) The right to enjoy all services rendered to members by the Council.
- (2) The right to elect and be elected.
- (3) The right to access information about the affairs of the Council.
- (4) The right to receive publications of the Council at concessional rate fixed by the Board.
- (5) The right to receive annual reports and other reports of the Council.
- (6) The right to freely criticize, propose or suggest changes in the Constitution structure and policies of the Council.
- (7) The right to be heard during disciplinary process.
- (8) The right to be invited in all General Meetings of the Council.

11. Duties of Members

- (1) To adhere to the Constitution and rules of the Council.
- (2) To adhere to the code of ethics of the Council.
- (3) To be proactive in promoting the image, status and work of the Council.
- (4) To pay fees and subscriptions in prescribed time.

12. Organs of the Council

- (1) There are established as the principal organs of the Media Council of Tanzania: a National General Convention (NGC); a Governing Board; an Ethics Committee; Finance and Administration Committee; and the Secretariat.
- (2) The NGC may establish any other committee or committees whenever it deems necessary.

13. Composition, Powers and Functions of the National General Convention (NGC)

- (1) The NGC shall consist of all the members of the Council and shall be the highest decision making body of the Council.
- (2) The NGC shall have the following powers and functions:
 - (a) to lay down general policy guidelines;
 - (b) to amend by Special Resolution the Constitution of the Council;
 - (c) to oversee the functions of all other organs of the Council; and
 - (d) to elect members of the Governing Board;
 - (e) to expel any member of the Council and any member of the Board for violation of this Constitution provided such a member is given the right to be heard;
 - (f) to fix membership fees over and above the annual subscription fees; and
 - (g) to appoint auditors as recommended by the Governing Board.

14. Convening of the National General Convention (NGC)

- (1) The Board shall once, in every year, convene the NGC of the Council and shall convene an NGC for the purposes of elections in every third year.
The NGC shall be held at such time and place as the Board may appoint.
- (2) At least twenty-one days written notice shall be given of a National General Convention and at least seven days written notice of an Extraordinary National General Convention. The notice shall be exclusive of the day in which it is written and given, and shall specify the place, the date and the time of the Convention. The notice shall be sent by the Executive Secretary to all members eligible to vote. The Executive Secretary shall also publish such notice in a newspaper of wide circulation in Tanzania.
PROVIDED that no NGC or extraordinary NGC that is called by shorter notice than that specified in this Article shall be deemed to have been unduly called only because notice was given for a shorter time than stipulated.
- (3) At every NGC, ordinary or extraordinary, every member shall be represented by one delegate having one vote, which shall be given either personally or by proxy. The Chairman of the Convention shall have a casting vote.
- (4) Only paid up members shall have power to vote, either personally or by proxy.
- (5) A member not present at the NGC may, on any resolution before the convention, vote by proxy in such manner and subject to such conditions as may be prescribed.

PROVIDED that:

- (a) The instrument appointing a proxy shall be in written form

- prescribed by the Board or as near thereof as possible. A member shall appoint as its proxy a member who is entitled to vote at the NGC;
- (b) The proxy shall be valid for use at one meeting only or for any adjournment of that NGC;
 - (c) The instrument in proper form appointing a proxy must be deposited with the Executive Secretary before the commencement of the Meeting at which it is intended to be used.
- (6) Except for any purpose of which a Special Resolution is expressly required by this Constitution, or by any regulation made under this Constitution, all resolutions of the NGC shall be by simple majority Vote.
 - (7) No resolution of the NGC shall be altered or rescinded within nine months after the passing thereof otherwise than by a Special Resolution.
 - (8) The manner of convening the NGC and the procedure thereat, shall, subject as hereinbefore expressly provided, be as may from time to time be prescribed.
 - (9) The quorum of the National General Convention shall be fifty percent of the paid-up members of the Council.
 - (10) The NGC shall elect one of its own members to preside over the NGC.

15. The Governing Board

- (1) The Governing Board shall consist of a President, a Vice-President, an Executive Secretary, seven media representatives and four public representatives, two (2) of them being lawyers; PROVIDED that a minimum of one third (1/3) of the board members are women.
- (2) All members of the Governing Board shall be elected at the National General Convention. Either the President or the Vice President should be a media professional. The Board members shall be eminent citizens of impeccable integrity and proven intellectual ability. Board members shall be elected every three years.
- (3) Media Representatives shall be persons who at the time of election are actively engaged in publishing or other media activities in an administrative, editorial or journalistic capacity. They shall be elected by the NGC by secret ballot.
- (4) Public representatives shall be persons who at the time of appointment are not engaged in publishing or other media activities in an administrative, editorial or journalistic capacity.
- (5) Jurists of high standing shall be persons who are not employed as civil servants or in military service of the United Republic of Tanzania.
- (6) The Executive Secretary shall be an *ex-officio* member of the Board.

- (7) The Vice-President who shall be elected by the NGC from amongst media professionals, the rest of the Board members shall be elected after every three years by the NGC.
- (8) No media organ, institution or organization shall have more than one representative on the Governing Board.
- (9) The President shall be an eminent citizen of impeccable integrity and proven intellectual ability
- (10) The President shall be the head of the Governing Board and shall chair all meetings of the Board and shall have a casting vote.
- (11) The Governing Board, in matters requiring expert advice, shall be at liberty to invite experts to render consultative services to it.
- (12) Except as otherwise expressly provided by this Constitution or by any regulation made under this Constitution, the Governing Board may exercise all the powers of the General Convention and no regulation made under this Constitution shall invalidate any prior act of the Governing Board which would have been valid if such regulation had not been made.
- (13) The Governing Board may from time to time appoint sub-committees consisting of members of the Board, and may, except as otherwise expressly provided by this Constitution or by any regulations made under this Constitution, delegate to any such subcommittee all or any of the powers of the Board.
- (14) The procedure of the Board and of every sub-committee appointed as aforesaid shall be as may be prescribed by the Board from time to time.
- (15) The Governing Board shall among other functions given to it by this constitution, enforce the Ethical Code and implement the Council's objectives.
- (16) The Board shall lay down professional standards and training of journalists.

16. Replacement and Devolution of tenure of Board members

- (1) The NGC may delegate its powers to the Board to elect an eligible candidate to fill in any vacancy resulting from death, resignation, step down etc of a Board member before end of tenure of such Board member.
- (2) In exercising its powers under sub article (1) of this Article, the Board may elect any eligible member to fill in a vacant position provided that it may first consider a short list of those candidates who vied for Board membership during NGC in accordance with their score of votes.
- (3) A Board member may serve for two consecutive terms and he may be re-elected after lapse of one unserved term.
PROVIDED that at any given moment at least one third of current Board members must have served the Council for at least one term.

17. The Secretariat

- (1) The Secretariat shall be the executive organ of the Council, which shall comprise the Executive Secretary and such other officers, and staff as may be deemed necessary by the Board.
- (2) The Board shall appoint the Executive Secretary on contract for a renewable three-year term after advertising such vacancy in a newspaper of mass circulation in Tanzania.
- (3) The Executive Secretary shall be the principal executive officer of the Council and shall:
 - (a) be the head of the Secretariat;
 - (b) the accounting Officer of the Council;
 - (c) be the Secretary of the NGC and the Board;
 - (d) be the *ex officio* member of every Committee of the Board; and
 - (e) carry out such other duties as are conferred upon him or her by this Constitution or by the Board from time to time.
- (4) The Board shall determine the terms and conditions of service of the Executive Secretary.
- (5) There shall be such other officers and staff in the service of the Council as the Board may determine.
- (6) Other staff of the Secretariat shall be appointed on contract and in accordance with staff rules and regulations and terms and conditions of service of the Council.
- (7) The Board shall determine the salaries, job design and other terms and conditions of service of the staff in the service of the Council.
- (8) The Secretariat shall be responsible for:
 - (a) the initiation and implementation of programmes in the most appropriate, expeditious and efficient ways of achieving the objectives of the Council;
 - (b) management and running of day to day activities of the Council in accordance with this Constitution and rules;
 - (c) the strategic planning, management and monitoring of programmes for the development of the Council;
 - (d) liaising with stakeholders to make sure that stakeholders participate in activities of the Council;
 - (e) the general promotion and dissemination of information on the Council to the stakeholders, the general public and the international Community;
 - (f) facilitation of interaction between the Council and public, government, international organisations and other nongovernmental bodies;
 - (g) the general administration and financial management of the Council;
 - (h) the implementation of the decisions of the NGC and the Board;

- (i) the organisation and the keeping of records of the NGC, Board meeting and any other meetings of the organs of the Council;
 - (j) the custody of the property of the Council; and
 - (k) such other matter that may be provided for under this Constitution.
- (9) For the purposes of paragraph (9) of this Article, the Executive Secretary shall, where he or she is permitted by this Constitution, act on behalf of the Council given that he or she gets the approval of the Board.

18. The Ethics Committee

- (1) The Ethics Committee shall be constituted by the Governing Board from amongst its members and shall form an autonomous Adjudication Board of the Council. Its members shall have no voting rights in the Governing Board in matters relating to cases adjudicated before it.
- (2) Members of the Ethics Committee shall not be less than six, provided that two of its members shall be jurists of high professional standing, two other members shall be individuals of high moral standing drawn from the civil society and the rest shall be media representatives also of high professional standing.
- (3) All complaints of infringement of the Code of Ethics shall be referred to the Executive Secretary who shall process the same in writing in accordance with the Council's Rules of Procedure.
- (4) The Executive Secretary may, in appropriate cases, which in his or her opinion do not merit the attention of the Ethics Committee, essay to resolve the same amicably and record the outcome accordingly for the information of the Ethics Committee.
- (5) A hearing before the Ethics Committee shall be open to the public and all findings/ decisions must be made public.
PROVIDED that in cases involving minors and those concerning victims of violent or sexual crimes, hearings may be held in camera.
- (6) Legal representation shall not be allowed as the primary objective is amicable settlement and reconciliation, but the Committee may, on request, allow legal representation for concerned parties on matters of clarity.
- (7) The Executive Secretary shall summarily reject unsigned or frivolous complaints.
- (8) The Ethics Committee shall in keeping with the Rules of Procedure, hear complaints and make decisions that are binding on the parties.
- (9) For avoidance of doubt, the powers of the Ethics Committee provided for under clause 8 hereinabove, shall include powers to dismiss or reject a complaint, powers to settle matters amicably or reconcile the parties, order publication of an apology in the manner directed by the Committee, temporary suspension of membership and order for

token payment of damages and costs.

- (10) Complaints sent to the Council shall be attended to immediately and the Ethics Committee shall strive to conclude every matter between 1 and 3 months.
- (11) Decisions of the Ethics Committee shall be made in writing, signed by the chairperson who shall preside over the Committee sessions and delivered in a public session of the committee before the parties or their recognized agents.
- (12) The Ethics Committee can on its own motion initiate investigation, hearing and disciplining of any media malpractice in accordance with the Council's Code of Ethics.
- (13) In resolving a complaint from any region of Tanzania other than Dar es Salaam, the Ethics Committee may involve the Press Club of the area or region concerned.

19. The Finance and Administration Committee

- (1) The Board from amongst its members shall constitute the Finance and Administration Committee.
- (2) Members of the committee shall not be less than five.
- (3) The Committee shall ensure that the Council's finances and affairs are managed in keeping with this Constitution and Rules of Procedure of the Council.
- (4) Members of the Committee shall design projects aimed at generating income for the Council provided that those projects are submitted to the Board for approval.

19A. Board of Trustees

- (1) There shall be a Board of Trustees of the Council which shall consist of either three or five members appointed by the National General Convention on recommendation of the Governing Board.
- (2) The chairperson of the Board of Trustees shall be elected from amongst the trustees by the National General Convention.
- (3) The Board of Trustees shall have all the authority customary for such boards according to the laws and practices of the country.
- (4) All the properties of the Council shall be vested in the Board of Trustees and the Board shall hold such properties in accordance with fiduciary principles.
- (5) The Board of Trustees shall meet as and when it deems necessary or when called upon to do so by the President or the Governing Council.
- (6) The Board of Trustees may transact business if at least two out of three, where the Board is constituted by three members, or three out of the five members, where it is constituted by five members, are present

- provided always that one of the members present is the Chairperson.
- (7) The term of office of a member of the Board of Trustees shall be three years but a member shall be eligible for reappointment.

20. Minutes *anti* Reports

- (1) The Governing Board shall cause proper minutes of all national general conventions, all meetings of the Board and of committees appointed by the Board, to be taken and recorded; and shall make all such minutes available for inspection by any member of the Council at any reasonable time on demand.
- (2) At every NGC, the Governing Board shall present to the Council a full report of the activities of the Council.

21. Finance Provisions

- (1) The Council shall accept funds from any legitimate source whatsoever, provided the same is not contrary to the objectives and principles governing the Council.
- (2) The Council's sources of funds shall be, but no limited to, stakeholders fees and contributions; donations from legitimate local and foreign sources; sale of the Council's publications; and consultancy.
- (3) The funds received or generated by the Council shall be applied solely to the activities of the Council.
- (4) The Executive Secretary shall prepare an appropriate annual budget for the approval of the Board, which budget shall make provision for all the estimated expenditure of the Council for the relevant financial year and for reserve funds for contingent liability.
- (5) The financial year of the Council shall begin on the 1st day of January and end on the 31st day of December every year.
- (6) The Governing Board shall cause proper accounts of all funds, property and assets of the Council to be kept and to be audited as on the 31st day of December in every year. The Board shall present the audited accounts to the NGC.
- (7) The Board shall develop and adopt financial regulations to guide the use of the Council's funds.

22. Common Seal

The Board shall provide for the safe custody of the seal, which shall only be used by the authority of the Board or of a committee of the Board authorised by the Board in that behalf, and every instrument to which the seal shall be affixed shall

be signed by a member of the Board and shall be counter-signed by the Executive Secretary or by a second member of the Board or by some other person appointed by the Board for the purpose.

23. Investigations of Special Issues

- (1) On the recommendation of the Governing Board, the President may constitute a Committee consisting of not less than three (3) members to undertake any investigation into any matter of public importance concerning the conduct of or any report on the media or a matter on which guidance in the view of the Board is required for the media in regard to interpretation or application of the principles of the Code of Ethics.
- (2) A committee appointed in terms of Articles 14(1) shall be as broadly representative as possible, provided that at least one of the members of this committee shall be a jurist of high professional standing.
- (3) The committee shall elect from amongst its members, a chairperson, unless the chairperson of the Governing Board is a member of that committee, in which event the chairperson shall preside over the committee.
- (4) Where in the course of an investigation allegations arise against a specific person or organization, such person or organization shall be fully informed of the allegations made and shall be entitled to make both written and oral representations to the Committee.
- (5) On completion of its investigations, the committee shall compile a written report and/or for presentation to the Board. Where the Committee has not achieved unanimity in its findings, it shall be permissible for individual committee members to write separate dissenting reports.
- (6) The Board shall consider and vote on the report of the Committee and may adopt it in whole or in part and cause the same to be published for public information.

24. Cessation of membership to the Governing Board

A member of the Governing Board shall cease to be a member upon death, resignation, and suspension on disciplinary grounds and failure to attend the Board Meetings at three consecutive sittings without a valid excuse.

25. Binding documents and enforcement

All media houses, journalists' training institutions, journalist associations and press clubs are required to sign documents in a form prescribed by the Council

with the view to ensuring their voluntary submission to the jurisdiction of the Council, and the binding effect and enforcement of orders and directions which may be made by the Council for or against them. Such documents shall include a provision for the acceptance of the obligation to cause compliance therewith in so far as it is within the members' power to do so.

26. Alteration of the Constitution

Alteration of this Constitution shall require the approval of two thirds of members attending the NGC.

27. Dissolution of the Council

The Council may at any time terminate its existence if it appears to the members that the Council has outlived its usefulness. A resolution to dissolve the Council must be passed at an extraordinary NGC called for the purpose, by a two-thirds majority of all bona fide members of the Council.

28. Disposal of Assets

Assets and liabilities of the dissolved Council shall be disposed as the Governing Board deems fit; PROVIDED that no assets of the Council shall be disposed or appropriated as dividends, gifts or entitlements to individual members for personal use or advantage.

29. Commencement of this Constitution

This Constitution shall commence the moment it is passed and adopted by the National Convention and any amendments to the Constitution of the Council and schedules thereto shall apply *mutatis mutandis* come into force immediately after their adoption.

Constitution 2007

Schedule 1
Rules of Procedure

Schedule 2
Codes of Ethics