

Tanganyika Law Society

Governance Policies (Council)

Aspiring for Excellence in Governance

Tanganyika Law Society Governance Policies¹

Council Policy – Council’s Role (Approved 2010)

1. Council shall govern the Society and manage its affairs properly¹. It may take any action consistent with the Act that it considers necessary to fulfill its mandate.

With Regard to the Society’s mandate²

2. To ensure that the legislated mandate is carried out
3. To ensure the ongoing relevance of the Society’s mandate to the membership and the public
4. To ensure that the Society is actively engaged in issues affecting the Rule of Law and good governance in Tanzania
5. To create and build a community of people knowledgeable and aware of their rights and a society in which access to justice is a matter of right and not privilege
6. Council exercises its authority only as a whole. No individual can act with the authority of Council unless specifically delegated to do so by Council.

To fulfill its role and its governance responsibilities, Council shall:

7. Set the Society’s strategic directions following periodic review;
8. Approve the Society’s annual business plan;
9. Approve the Society’s annual budget and receive regular financial reports from the CEO;
10. Promote and practice effective governance and evaluate its own effectiveness;
11. Appoint and receive reports from committees and representatives to outside bodies as required;
12. Ensure that the terms of reference for committees are current and relevant and that volunteers are appropriately engaged in order to assist Council in carrying out its role;
13. Hire and oversee the performance of the CEO
14. Be fully informed, through briefings and ongoing dialogue with key justice participants in Tanzania, of the trends affecting the administration of justice and the legal profession and the risks facing the Society
15. Approve an external relations policy and a communications policy
16. Engage the membership and Chapters with regard to the work of the Society
17. Council subscribes to the Society’s values and in its work will, as near as possible, live by and adhere to those values.
18. Council will govern with a style which emphasizes:

¹ See TLS Act, s 15

² See TLS Act s.4

TLS Governance Policies

- a pro-active, forward, outward vision;
- encouragement of diversity of viewpoints;
- strategic leadership;
- clear distinction of Council and Secretariat roles; and
- collective decision-making.

Council Policy – The President

(Approved 2010)

1. The President provides leadership to the Society by:
 - upholding the mandate of the Society;
 - ensuring the integrity of Council’s processes and policies;
 - representing the Society to the membership, outside bodies and stakeholders;
 - overseeing the Society’s relationship with its member volunteers including committee Chairs;
 - ensuring that the Society properly plans for the future in accordance with policies for planning established by Council; and
 - monitoring Council’s activities respecting the Strategic Plan and the Annual Business Plan.
2. The President works closely and consults with the CEO on matters of Council business but has no authority to independently supervise or direct the CEO.
3. The President works closely with the Vice-President to achieve the Society’s mandate and Council’s objectives. The President and CEO will ensure that there is an appropriate orientation for the Vice-President
4. The President shall ensure Council’s business and behavior (both as a whole and with respect to individual members) is consistent with its own policies and rules and those properly imposed upon it. In particular the President shall ensure:
 - Council agendas will only include appropriate items; and
 - deliberations will be fair, open and thorough but also efficient, timely, orderly, kept to the point, and guided by Council Policies.
5. The President shall reasonably interpret Council policies when exercising authority and making decisions.
6. The President shall oversee the Society’s relationship with all member volunteers to ensure that their efforts are directed and effective to enhance the tasks they have undertaken.³
7. The President is the Chair of Council and the Executive Committee (Ex Com) and shall:
 - set the agenda for meetings with the assistance of the CEO and input from members of Council;
 - chair meetings in accordance with commonly accepted practices of a Chair and any rules of procedure adopted by Council; and
 - ensure that there is an appropriate orientation process in place for those individuals elected to Council for the first time.

Council Policy – The Vice President

(Approved 2010)

1. The Vice-President acts in the place of the President as required from time to time.
2. The Vice-President assists the President by assuming a progressive degree of leadership in the Society commensurate with his or her time in office and the issues delegated by the President or Council.
3. The Vice-President shall consult and work closely with the President to achieve the Society's mandate and Council's objectives.
4. The Vice-President assists the President in overseeing the management of member volunteers and ensuring that their efforts are well directed and effective to achieve the tasks they have undertaken.

Council Policy – The Treasurer

(Approved 2010)

1. The Treasurer, as a member of Council, has a special responsibility for oversight of the Society's finances and therefore:
 - assists in the preparation of the budget
 - monitors the budget
 - ensures the Society's financial policies are being followed
 - reports to Council and general membership on finances³
 - reviews and approves the CEO's quarterly financial report to Council
 - signs any required financial reporting forms
 - oversees all financial transactions, and
 - reports on compliance to Council.
2. The Treasurer will be the primary outside signer of cheques of the Society in accordance with Council's approved cheque signing policy.
3. The Treasurer's oversight role is a "hands-on" role and should be supported by a monthly routine which would vary depending on the level of involvement. At the very least, a Treasurer should meet with the CEO⁴ on a regular basis to review the bank statements and bank reconciliations and to monitor the monthly financial and budget comparison statements for Council.

³ The reporting function may be delegated to the CEO, so long as the Treasurer is fully familiar with all aspects of the reports and has signed-off on them.

⁴ This might become the Manager - Finance and Administration

Council Policy No.13 – The Executive Committee

(Approved 2010)

1. The Executive Committees plays an important role in assisting Council in carrying out the work of the Society. In addition, the Executive takes on work assigned or delegated to it by Council.
2. Under the leadership of the President, the Executive Committee generally assists the President and CEO by:
 - assessing issues to be presented to Council;
 - ensuring matters are ready and appropriate for Council consideration;
 - providing guidance to the CEO, when requested, and Council;
 - monitoring the Strategic Plan and the Annual Business Plan;
 - ensuring that Council evaluates its work and the work of committees through a regular evaluation process;
 - assisting in overseeing the management of member volunteers;
 - assisting Council in overseeing the work of the CEO, in order to promote the accountability of the CEO to Council;⁵and
 - meeting quarterly/semi-annually with all committee chairs.

⁵ The ExCom has no direct responsibility or authority over the CEO.