CONSTITUTION

OF THE

ASSOCIATION OF RURAL DISTRICT
COUNCILS OF ZIMBABWE
PART I

PREAMBLE

Article 1 We, the Rural Local Authorities of Zimbabwe: -
(1) Declare that we will respect and uphold the Constitution of Zimbabwe;
(2) Commit ourselves to deepening democracy, promote racial, gender and all other forms of equality, and the empowerment of the people of our country.
(3) Consider it necessary for Rural Local Authorities to be able to speak with a single authoritative voice.

DEFINITION OF TERMS

Article 2 In this constitution;
(4) “Association or ARDCZ” means the Association of Rural District Councils of Zimbabwe
(5) “Chief Executive Officer” means the Chief Accounting Officer appointed by the National Executive.
(6) “Conference means” a formal annual meeting of Rural District Councils Chairpersons and Chief Executive Officers.
(7) “Congress” means a formal meeting of all Rural District Councils of Zimbabwe represented by the Council Chairperson.
(8) “Rural Local Authorities” means Rural District Councils established by Section 275 of the Constitution of Zimbabwe.
(9) “National Executive or National Executive Committee” means a duly elected and constituted National Executive Committee of ARDCZ from time to time.
(10) “Office Bearer” means the President and Vice Presidents, eight Provincial Chapter Chairpersons, WILGF Chairperson and three members of the Chief Executive Officers Forum.
(11) “Provincial Chapter” means a properly constituted meeting of Council Chairpersons and Chief Executive Officers as the Secretariat with the geographical rural Provinces.
(12) “Provincial Chapter Chairperson” means a Provincial representative elected in terms of Annexure C of this Constitution.
(13) “Secretariat” means employees of the Association headed by the Chief Executive Officer.
(14) “Special Congress” means a Congress held in between duly constituted Congresses.
ESTABLISHMENT

Article 3 Establishment

(1) This Constitution establishes an Association under the name Association of Rural District Councils of Zimbabwe, hereinafter referred to as the ARDCZ or the Association.

(2) No person or entity shall claim/purport to be part of the Association except by the Resolution of Congress

LEGAL STATUS

Article 4 The Association is a corporate body with perpetual succession, capable of suing and being sued in its corporate name.

Article 5 The Association is a non-profit making body and may own property.

Article 6 The liability of the members shall be limited to the payment of membership fees and levies as determined by the National Executive Committee from time to time in terms of this constitution.

VALUES

Article 7 The founding values of the Association shall be:

(3) Respect for human dignity, equality and advancement of human rights and freedoms.

(4) Equality and respect of all people irrespective of gender, belief, creed and colour.

(5) Respect for democracy, the rule of law and good governance.

(6) Observe the principle of social justice in seeking balanced economic development in Zimbabwe.

(7) Seek friendly and cooperative engagement and relations amongst members and openness to and cooperation with all Local Governments and organizations working for and adhering to the principles contained herein.

(8) Adhere to the traditional values of the people of Zimbabwe for peace, brotherhood, community spirit and purpose.

REGISTERED OFFICES

Article 8 The Association shall operate from a registered office in Harare, Zimbabwe. The office shall house the Secretariat of the Association. The office shall serve as the place for service of all judicial and extra-judicial process served upon the Association.
OBJECTIVES

Article 9  The objectives of ARDCZ are to: -

(1) Represent, promote and protect the interest of Rural Local Authorities
(2) Transform Rural local governments to enable them to fulfill their developmental role;
(3) Enhance the role and status of its members as district representatives and consultative bodies of local government;
(4) Be recognized by national government as the representative and consultative body in respect of all matters concerning Rural Local Authorities and make representations to national government in respect of any matter concerning Rural Local Government;
(5) Ensure the full participation of women, youths and special interest groups including the disabled in organized local government;
(6) Be the National Employers' Organisation for all RDCs;
(7) Provide legal assistance to its members in its discretion in connection with matters which affect employer/employee relations, operational matters that affect its members;
(8) Encourage the settlement of disputes between its members and their employees or trade unions by conciliation, mediation or arbitration;
(9) Affiliate with and participate in the affairs of any international employers organization or the International Labour Organisation;
(10) Establish and administer funds for the benefits of its members, employees and their dependants;
(11) Do such lawful things as may appear to be in the interest of the organization and its members which are not inconsistent with the objects or any matter specifically provided for in this constitution; and
(12) Borrow, invest, lend, subscribe, receive donations, or donate money for the furtherance of the objectives of the organization.

PART II

Article 10  MEMBERSHIP

(1) All Rural District Councils are ipso facto members of ARDCZ subject to payment of annual subscriptions due on 1st January every year.
(2) Each member shall be liable to pay an annual membership fee and levies, which shall be determined by the National Executive after due consultative processes with members.
(3) Members' fees and levies determined in terms of Article 10 (2) above shall be due and payable by members on or before 31st March of each year.
(4) In addition to membership fees or levy payable in terms of Article 10 (2), a member shall also be liable for the payment of such other fees as may be
determined by the Management Committee from time to time as the need to do so arise.

**Article 11**

**DISCIPLINE**

(1) A member may be suspended or expelled from ARDCZ as may be determined by the National Executive Committee if:

(a) It fails to pay membership fees, fines or levies which are in arrears for a period of ninety (90) days from the date of demand by the Chief Executive Officer in writing; or

(2) No member may be suspended or expelled unless it has been afforded an opportunity to state its case before the National Executive Committee at a meeting which it has received not less than seven (7) days' notice in writing from the Chief Executive Officer setting out the nature of the charges against it. A member shall be entitled to call witness(es) in support of its case when appearing before the National Executive Committee.

(3) Any member who has been suspended by the National Executive Committee shall have the right to appeal against such suspension or expulsion to the congress. Notice of any such appeal, shall be lodged by the member concerned with the Chief Executive Officer in writing within fourteen (14) days of the date on which the decision of the National Executive Committee was communicated to it.

(4) The member concerned shall in not less than seven (7) days before congress submit to the Chief Executive Officer the ground upon which its appeal is founded.

(5) The congress shall appoint a committee to consider the appeal. The committee so appointed shall recommend its decision to the congress. The decision of the congress shall be final and binding on the member concerned.

(6) Upon the expulsion of a member, all money due and owing by such member to ARDCZ shall become payable within a period of thirty (30) days of such expulsion. If a member in question fails to make payment to ARDCZ within the period contemplated herein, the National Executive Committee shall take such steps it deems necessary to recover such money.

(7) A member shall cease to be entitled to any benefits of membership, including but not limited to the right to vote during meetings in the period in which:

(a) membership fees or other charges due by it to ARDCZ are in arrears for a period of more than twelve (12) months; and

(b) it is under suspension in terms of this constitution.
TERMINATION OF MEMBERSHIP

Article 12 A member may resign as a member of ARDCZ by giving not less than three (3) months written notice to the Chief Executive Officer, provided that no resignation shall take effect until all money due by the member concerned to ARDCZ has been paid in full.

MEMBERSHIP FEES AND LEVIES

Article 13 FEES AND LEVIES

(1) Each member shall be liable to pay an annual membership fee and levies, which shall be determined by the National Executive Committee from time to time.

(2) All monies received by the ARDCZ from membership fees, levies and other sources shall be used in pursuance of its objectives as set out in Article 9 above.

(3) Each Local Authority shall pay a percentage of their annual membership fee and levies to the respective Provincial Chapters as determined by the National Executive from time to time.

Part III
GOVERNING BODIES

Article 14 The following organs of the Association shall execute the Governance of the Association.

(a) The Congress
(b) Annual General Conference
(c) The National Executive

Article 15 NATIONAL CONGRESS
A formal Congress of member Rural District Councils of Zimbabwe shall be held once every five years.

(1) The ultimate authority of the ARDCZ shall reside in the National Congress.

(2) The Congress is made up of the Rural District Councils Chairpersons.

(3) The National Congress shall:
(a) elect office bearers;
(b) appoint provincial nominees to the National Executive Committee; and
(c) approve the programme and business plan of the ARDCZ for the period before the next National Congress
(4) Every National Congress shall be held at a venue in which the National Executive Committee resolves

(5) The proceedings of the national congress shall be regulated in terms of the procedure laid down in annexure “A” hereto.

(6) Congress may be delayed by up to four months for reasons determined by the National Executive.

(7) The Annual General Conference shall:
   (a) Meet annually;
   (b) Receive audited financial reports among others as determined by the National Executive;
   (c) Approve the annual programme, business plan and budget of the ARDCZ for the following year.

**Article 16 ELECTION OF OFFICE BEARERS**

Each delegate and office bearer shall only have one (1) vote at the national congress.

(1) No delegate or office bearer entitled to attend the National Congress shall be entitled to appoint a proxy in his stead. Voting is by secret ballot.

(2) All Office Bearers shall hold office for a period of five years.

(3) Upon expiration of their five-year term of office National Executive Members shall hold office until the election of the next National Executive.

(4) All Office bearers may serve a maximum of two terms.

**Article 17 DUTIES OF OFFICE BEARERS**

The duties of the office bearers shall be as follows:-

(1) **PRESIDENT**

The president shall:

(a) Preside at all meetings of ARDCZ and be an ex-officio on its committees

(b) Enforce observance by members, delegates and office bearers of this constitution

(c) Sign minutes of the meetings and performs such other duties as by usage and customs pertain to the office and;

(d) Represent the Association in his official capacity at appropriate foras.

(2) **FIRST VICE PRESIDENT**

The first vice president shall:
Assist the president, deputise for him when necessary and carry out whatever functions are entrusted to him by the National Congress.
(3) **SECOND VICE PRESIDENT**

The second vice president shall:

Assist the president, deputise for him/her when the first Vice President is not available and carry out whatever functions are entrusted to him by the National Congress.

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**Article 18** DISQUALIFICATION AND PRIVILEGES OF OFFICE BEARERS

(1) An office bearer shall cease to hold office as such if He/She:-

(a) is medically certified to be of unsound mind; or

(b) infringes any of the provisions of this constitution; or

(c) acts in a manner that is detrimental to the interests of ARDCZ; or

(d) is removed from office by a resolution of the National Executive Committee; or

(e) resigns his office by not less than thirty (30) days’ written notice to the Chief Executive Officer; or

(f) fails to attend three (3) consecutive meetings of the National Executive Committee without leave of absence from the National Executive Committee; or

(g) a notice removing a member from office is signed by members who hold not less than fifty-one per cent (51%) of the total voting rights of all the members who are at that time entitled to attend and vote at Congress and is delivered to ARDCZ; or lodged at its registered office.

(h) If five provinces institute a vote of no confidence against the National Executive and communicate the reasons to the Chief Executive Officer, he/she shall cause a Special Congress to be held within 28 days of receiving such notice.

(2) No office bearer shall be disqualified by his office from contracting with ARDCZ in any manner whatsoever. Nevertheless, any office bearer who so contracts with ARDCZ shall disclose the fact of his possessing any interest and full particulars thereof, whether or not it appears on the face of the contract arrangement.

(3) Notwithstanding, no office bearer may be removed from office unless he has been afforded an opportunity to state his case before the National Executive Committee. An office bear shall be entitled to call witness(es) in support of his case when appearing before the National Executive Committee.

(4) An office-bearer who has appeared before the National Executive Committee in terms of Article 18 (3). above and is dissatisfied with its decision shall have a right to appeal against such decision to the National Congress. Notice of any such appeal shall be lodged by the office bearer concerned, with the Chief Executive Officer in writing within fourteen(14) days of the date on which the decision of the National Executive Committee was communicated to him.
(5) The office bearer concerned shall within seven(7) days before the National Congress submit to the Chief Executive Officer the ground upon which his appeal is founded.

(6) The National Congress shall appoint a committee to consider the appeal. The committee so appointed shall recommend its decision to the National Congress. The decision of the National Congress shall be final and binding on the office bearer concerned.

Article 19 COMPOSITION OF THE NATIONAL EXECUTIVE COMMITTEE
The National Executive Committee shall consist of:-

(1) the president, first vice president and the second vice president; and

(2) eight (8) delegates nominated by each province and adopted by the National Congress and when a vacancy occurs between National Congresses the National Executive Committee should be informed and sanction the election of a new member.

(3) Chairperson of the Women in Local Government Forum (WILGF)

(4) Three members nominated by the Chief Executive Officers Forum

Article 20 GENERAL POWERS AND DUTIES OF THE NATIONAL EXECUTIVE COMMITTEE

(1) The National Executive Committee shall exercise the authority of ARDCZ between National Congresses.

(2) The National Executive Committee shall:
   (a) act in accordance with the directives of the National Congress;
   (b) Submit a report of its activities during the previous financial year to the National Congress.

(3) The National Executive may call for a Special Congress(es) as and when necessary.

(4) The National Executive has powers to determine the date Congress as per Article 15 (7).

(5) The National Executive Committee shall have the power from time to time to:
   (a) acquire and control property guided by the Public Procurement and Disposal of Public Assets Act [Chapter 22:23] or other act that shall be enacted from time to time;
   (b) Open a bank account with any registered bank in Zimbabwe;
   (c) appoint signatories to its bank accounts
   (d) invest money including acquiring or owning shares in a company;
   (e) appoint the Chief Executive Officer;
   (f) make representations to the national government;
   (g) appoint external auditors annually to audit the Association's operations
(h) delegates any of its powers to the Chief Executive Officer; and
(i) develop operational policies as are necessary for the exercise of the power and authority as contained in this Constitution such as:
Recruitment, Procurement, Disposal of Assets, Conditions of Service for all employees, Transport, HIV & AIDS, Charity.
(j) set an Executive Limitations Policy on expenditure
(k) To approve the annual budget including staff salary schedules
(l) To appoint members to boards such as NEC, Pension, ZINARA and others.

(6) The proceedings of the National Executive Committee shall be regulated in accordance with the procedure laid down in annexure “B” hereto.

Article 21  ESTABLISHMENT OF COMMITTEES
The National Executive Committee shall have the power to establish committees as they deem fit. The National Executive shall provide the Terms of Reference for such Committees. The following Committees shall be the Standing Committees of the Association;

i. Finance Committee;
ii. Audit Committee;
iii. Human Resources and Administration Committee;
iv. and; Any other Committee as determined by the National Executive from time to time.

Article 22  THE GENERAL SECRETARIAT
1) The National Executive Committee shall appoint a Chief Executive Officer upon such terms and conditions as it in its discretion determine.
2) The Chief Executive Officer is the Chief Accounting Officer of the administration and secretariat of the Association, in which capacity he or she shall have full general management responsibility and have such powers as are provided in this Constitution together with such powers as are specifically delegated to him/her in writing or by resolution from time to time by the National Executive Committee.
3) The Chief Executive Officer shall report to the National Executive Committee.
4) The General Secretariat shall consist of the Chief Executive Officer and staff as approved on the organogram from time to time by the National Executive Committee.
5) The Chief Executive Officer shall be responsible and accountable for the financial administration of the Association and shall receive and deposit into the Association’s bank account all funds received by it from time to time, maintain adequate financial records, procure the preparation of financial statements, facilitate the audit thereof and ensure that the best practices of corporate
governance in terms of the Constitution of Zimbabwe and the Public Finance Management Act are adhered to.

6) The Chief Executive Officer is governed by the ARDCZ Code of Conduct and the ARDCZ Condition of Service.
7) The Chief Executive Officer shall produce an annual budget for the approval by the National Executive on or before the 1st of January for that budget year.
8) The Chief Executive Officer shall attend all meetings of the Governance Bodies of the Association, but shall have no vote.

ESTABLISHMENT OF FORA

Article 23
The National Executive Committee shall establish Provincial Chapters made up of Council Chairpersons, Women in Local Government Forum (WILGF), and Professional Fora such as Chief Executive Officers Forum, Engineers Forum, Treasurers Forum, Internal Auditors Forum, Human Resources Forum, Planners Forum.

Article 24
DUTIES OF PROVINCIAL CHAPTERS AND NATIONAL FORA
(1) The Provincial and National foras may be tasked with the following duties;
   (a) participation in policy advocacy;
   (b) participation in policy research activities;
   (c) consensus building on policy issues;
   (d) other specified tasks as assigned by the National Executive.

Article 25
STATUS OF PROVINCIAL AND NATIONAL FORA
(1) The Provincial Chapters and Women in Local Government Forum work as Sub-Committees of the National Executive and reports to the National Executive Committee.
(2) The CEOs Forum works as Technical Sub-Committee that reports to the National Executive.
(3) All other professional fora report to the CEOs Forum.

Article 26
ASSETS OF THE ASSOCIATION
(1) All assets of the Association shall be registered in the name of the Association.
(2) No asset of the Association shall be disposed without a resolution of the National Executive Committee.

Article 27
RIGHTS OF MEMBERS TO INSPECT BOOKS OF ARDCZ
The books of accounts and other books and documents of ARDCZ shall be kept at the registered office of ARDCZ and, subject to reasonable as to the time and manner of inspecting same that may be imposed by a resolution of the National
Executive Committee, shall be open to inspection of the members during the hours of business.

Article 28 NOTICES
(1) A notice by ARDCZ to any member shall be regarded as validly given, if it is sent by post to its registered address or transmitted by email on its registered address.

(2) Any notice, if given by post, shall be deemed to have been served on the day following that on which the letter or envelope containing such notice is posted/dated of email, and in proving the giving of the notice sent by post it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post office or that the email was confirmed received.

Article 29 INDEMNITY
Every member of the National Executive Committee shall be indemnified out of the funds of ARDCZ against all liability incurred by him in his/her capacity in carrying out Association's duties as assigned by resolution.

Article 30 COPIES OF CONSTITUTION AND INSPECTION THEREOF
A copy of this constitution and of every amendment thereto or amended constitution shall at all time during normal business hours be made available by ARDCZ at its registered office for the inspection of its members. Any member shall be entitled to receive from ARDCZ a copy of this constitution and of every amended constitution.

Article 31 AMENDMENT OF THE CONSTITUTION
(1) This constitution may be amended by the National Congress only if:-

(a) twenty-one (21) days written notice of the proposed amendment or amendments is given to all members; and

(b) approved by two thirds of the delegates (including office bearers) entitled to be present and vote at the National Congress.

(2) No amendment shall be of any force or effect until adopted by the National Congress.

Article 32 DISSOLUTION OR WINDING UP OF ARDCZ
(1) ARDCZ may only be dissolved or wound up for whatever reason by a resolution passed by at least two thirds of the delegates (including office bearers) entitled to be present and vote at the National Congress.

(2) Upon dissolution the proceeds from the assets shall be used to clear creditors and the extra donated to Rural District Councils as per resolution of the Congress.
ANNEXURE A

PROCEEDINGS AT THE CONGRESS

(1) In this annexure the 'constitution' means the constitution to which this annexure is attached.

(2) The Chief Executive Officer shall, not later than ninety days prior to the date fixed for a meeting of Congress, circulate all members advising them of such date and calling for submissions of Resolutions or other matters for discussion at such Congress.

(3) All Resolutions or other matters shall be in the hands of the Chief Executive Officer not later than forty-two (42) days prior to the date fixed for the meeting of Congress.

(4) The Chief Executive Officer shall, as far as possible, classify all resolutions submitted and circulated the Agenda for the meeting not less than thirty days prior to the date fixed for the meeting of Congress.

(5) No resolutions or other matter in respect of which due notice has not been given as herein before provided shall be moved or raised at a meeting or congress.

(6) A national matter not appearing in the notice calling for the congress contemplated in clause 2 above may be placed on the agenda of congress on seven (7) days written notice to all members on the written request of any member, which request shall have been received by the Chief Executive Officer within a period of fourteen (14) days before the date of the meeting.

(7) The number of delegates to represent each member RDC at a meeting of congress shall be two (2), subject to changes to be determined by the National Executive from time to time.

(8) All office bearers elected to hold office by congress shall be sitting councilors who are not under suspension in terms of the RDC Act.

(9) The quorum at the National Congress shall be two thirds of the expected delegates including sitting members of the National Executive Committee.

(10) The President, shall preside as chairperson at every National Congress. If there is no such President, or if at any National Congress he is not present within the time period determined by the National Executive Committee after the time appointed for holding the meeting or is unwilling to act as chairperson, the 1st Vice President or if he is also not present within the time period determined by the National Executive Committee or is unwilling to act as chairperson, the 2nd Vice President shall act as chairperson or if he is also not present or unwilling to as chairperson, the members present shall choose any delegate present to be chairperson of the meeting.

(11) The chairperson may, with the consent of any National Congress at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. It shall not be necessary to give any
notice of an adjournment or of the business to be transacted at an adjourned meeting.

(12) The method of voting at any meeting of congress shall be by secret ballot.

(13) In the case of an equality of votes, the chairperson of the meeting at which the poll is demanded, shall be entitled to a second or casting vote.

(14) Notwithstanding anything contained in this annexure, the Chief Executive Officer shall preside over the business of congress during the election of office bearers.
ANNEXURE B

PROCEEDINGS OF THE NATIONAL EXECUTIVE COMMITTEE

(1) In this annexure, the "constitution" means the constitution to which this annexure is attached.

(2) The Chairperson on the requisition of at least four members of the National Executive Committee shall, at any time summon a meeting of the National Executive Committee.

(3) The National Executive Committee may meet together for the dispatch of business, adjourn and otherwise regulate its meetings as it deems fit.

(4) Unless otherwise resolved by the National Executive Committee, all its meetings shall be held in the city or town where ARDCZ registered office is for the time being situated or any other place as may be deemed necessary.

(5) The Chairperson shall have a second or casting vote at the meeting of the National Executive Committee in the event of a draw during voting.

(6) The National Executive Committee shall sit quarterly. The notice period shall be at least 7 days and may be given through emails or social media. It shall not be necessary to give notice of a meeting of the National Executive Committee to any of its members for the time he/she is out of the country.

(7) A quorum of the National Executive Committee shall consist of at least 50% of the members constituting it.

(8) If at any meeting of the National Executive Committee, the President is not present within the time period as may be determined by the National Executive Committee in the circumstances after the time appointed for holding it, the first Vice President shall act as the chairperson, if he/she is not present the Second Vice President shall act as the Chairperson of the meeting or if both the Vice Presidents are not present the members present may choose one amongst themselves to be chairperson of the meeting.
ANNEXURE C

PROCEEDINGS OF PROVINCIAL CHAPTERS

(1) The National Executive Committee shall establish Provincial Chapters for the eight (8) geographical provinces in Zimbabwe.

(2) The Composition of the Provincial Chapters shall be the Council Chairpersons of Rural District Councils within that Province.


(4) The Chief Executive Officers shall act as the secretariat for the Provincial Chapters and shall attend all Provincial Chapter Meetings but will have no voting powers.

(5) The Chief Executive Officer shall call and preside over the Elections of Provincial Chapters and Fora and report to the National Executive.

(6) In the event that the Chief Executive Officer is unable to preside over the elections she/he may appoint a Rural District Council CEO to act as the Returning Officer.

(7) Minutes of all Provincial Chapter Meetings shall be made available to the Secretariat of the Association.
The original text of this Constitution shall be deposited with the Chief Executive Officer of the Association, who shall transmit certified copies to all member Rural District Councils of Zimbabwe.

IN WITNESS WHEREOF, I, The President of the Association of Rural District Councils of Zimbabwe, Has Signed this Constitution.

Done at...[location]...the...[day]...day of...[date]...in two (2) copies.

[Signature]

Cllr. Killer Zivhu
President ARDCZ

Also as witness:

[Signature]

Netsai Sarah Makoni
Acting Chief Executive Officer ARDCZ