

CHAPTER 275

THE TEA ACT

[PRINCIPAL LEGISLATION]

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CHAPTER 275

THE TEA ACT

An Act to repeal the Tea Ordinance and enact the Tea Act to provide for the establishment of Tanzania Tea Board and the Tanzania Small-holder Tea Development Agency, and the promotion and regulation of the growing and export of tea, the imposition of cesses on tea and for matters incidental thereto.

[1st October, 1997]

[G.N. No. 688 of 1997]

Acts Nos.

3 of 1997

2 of 1998 Sch.

G.N. No. 34 of 2001

PART I

PRELIMINARY PROVISIONS (ss 1-2)

[PCh275s1]1. Short title

This Act may be cited as the Tea Act.

[PCh275s2]2. Interpretation G.N. No. 34 of 2001

In this Act, unless the context otherwise requires—

"Agency" means the Tanzania Small-holder Tea Development Agency established by section 3 of this Act;

"Authority" means the Tanzania Tea Authority established by the Tanzania Tea Authority Act *;

"blending" means blending and packing of made tea;

"Board" means the Tea Board of Tanzania established by section 3 of this Act;

"cess" means any cess imposed on tea in accordance with section 25 of this Act;

"Commissioner" means the Commissioner of Agriculture;

"financial year" in relation to the Board or the Agency includes the Board's or Agency's first accounting period, whether shorter or longer than a year, and if the Board or the Agency changes its accounting year, includes any accounting period, whether shorter or longer than a year, employed to give effect to the change;

"green leaf tea" means leaf detached from tea plants but not dried or processed in any way;

"made tea" means the leaf of the tea plant when manufactured;

"manufacturing" means the conversion of tea leaf tea to made tea;

"Minister" means the Minister responsible for Agriculture;

"Register" means the register maintained under section 14 of this Act;

"tea" means the tea plant known botanically as *Camellia Thea Thea* (Sinensis) and includes its seed;

"tea industry" means the growing, manufacturing, packing and blending of tea;

"Trust Fund" means Tea Industry Development Trust Fund established by section 27 of this Act.

PART II

THE TEA BOARD OF TANZANIA AND THE TANZANIA SMALL-HOLDER TEA DEVELOPMENT AGENCY (ss 3-13)

[PCh275s3]3. Establishment of a Tea Board and Development Agency

(1) There are hereby established bodies corporate namely the Tea Board of Tanzania and the Tanzania Small-holder Tea Development Agency which each respectively shall—

- (a) be a body corporate with perpetual succession and a common seal;
- (b) in its corporate name be capable of suing and being sued;
- (c) be capable of holding, purchasing or otherwise acquiring, and disposing of any property, movable or immovable, for the purposes of carrying out the functions conferred upon it by or under this Act.

(2) The provisions of the First Schedule to this Act shall have effect as to the functions, powers, responsibilities, constitution and proceedings of the Board and similar provisions in respect of the Agency appears in the Second Schedule.

[PCh275s4]4. Assets G.N. No. 34 of 2001

The assets and liabilities of the Authority shall by virtue of this Act and without further assurance vest in the Board or the Agency as the Minister in consultation with the Minister for the time being responsible for finance may determine.

[PCh275s5]5. Powers and functions of the Board

(1) It shall be the duty of the Board in the exercise of its powers and in the performance of its functions under this Act to act in such manner as appears to it best calculated to promote the tea industry in Tanzania.

(2) In the exercise of its powers and in the performance of its functions under this Act, the Board shall act in accordance with any general or special directions that may be given to it by the Minister.

(3) The functions of the Board shall include the carrying out of such activities and the doing of such things as are necessary, advantageous or proper for the benefit of tea growers and the tea industry, and in particular, but without prejudice to the generality of the foregoing, shall include—

- (a) the licensing of tea factories;
- (b) the licensing of tea blenders and packers;
- (c) the regulation, control and improvement of the cultivation and processing of tea;
- (d) the control of pests and disease;
- (e) the licensing and control of export and import tea;
- (f) to assist in the investigation of and research into all matters relating to the tea industry;
- (g) the collection, keeping and maintaining of statistics relating to the tea industry;

(h) to represent the Government at international fora relating to or dealing with tea industry:

Provided always the Board may subject to the prior approval in writing of the Minister, perform any commercial function as the Minister may consider necessary.

(4) The licences or permits to be issued by the Board shall be—

(a) in the prescribed form;

(b) subject to such terms and conditions as may be prescribed or endorsed therein;

(c) issued subject to the payment of fees as may be prescribed by the Board.

(5) The Board may authorise any of its members, or any officer employed by it, to exercise on its behalf, at any time when it is not meeting, such of its powers as it may from time to time resolve.

(6) The exercise of powers under subsection (5) of this section shall unless and so far as the Board may otherwise require, be reported without unreasonable delay to a next meeting of the Board.

[PCh275s6]6. Investments

The Minister may, in consultation with the Minister for the time being responsible for finance direct the Board subject to such terms and conditions as he may think fit to own or transfer any investment or shares or interest of the Board to any institution, or otherwise dispose of all or any of its shares or interest in any investment made under this section.

[PCh275s7]7. Tea research

All agricultural research in respect of tea may be carried out by any institution interested in the tea research including the Tea Research Institute of Tanzania and the Ministry may direct that part of the cess imposed on tea be used to finance research activities.

[PCh275s8]8. Directions

The Minister may give to the Board directions of a general character as to the carrying out of its functions and the exercise of its powers in relation to matters appearing to the Minister to be of national interest and the Board shall give effect to any such directions.

[PCh275s9]9. Appointment of General Manager and other employees

(1) The Board shall, with the prior approval of the Minister appoint the General Manager who shall be the Chief Executive Officer.

(2) The Board of Directors may from time to time appoint, at such salaries and upon such terms and conditions as it may think fit, such officers and employees of the Board as it may deem necessary for the proper and efficient conduct of the business and activities of the Board.

[PCh275s10]10. Funds

The funds and resources of the Board shall consist of—

- (a) Such sums as may be provided by Parliament for the purpose;
- (b) Any loan granted to the Board by the Government or any other person;
- (c) Any moneys raised by way of levy or cess imposed by the Board under the provisions of this Act;

(d) Any sum or property which may in any manner become payable to or vested in the Board in respect of any matter, incidental to the carrying out of its functions.

[PCh275s11]11. Report

The Board shall, within six months after the end of each financial year, make a report to the Minister on the conduct of its business during that year, and the Minister shall lay a copy of such report before the National Assembly.

[PCh275s12]12. Accounts and audit

(1) The Board shall keep proper accounts and other records in relation thereto and shall prepare in respect of each financial year a statement of account in a form approved by the Minister.

(2) The accounts of the Board shall be audited by the Tanzania Audit Corporation or any reputable audit firm.

(3) As soon as the accounts of the Board for any financial year have been audited, the Board shall cause to be sent to the Minister a copy of the statement of account prepared in respect of that year together with a copy of any audit report made thereon.

(4) The Minister shall, within a period of six months (or such longer period as the National Assembly may by resolution appoint) after the end of the financial year to which the accounts relate, lay a copy of every statement of account and audit report before the National Assembly.

[PCh275s13]13. Liability of members, etc.

No matter or thing done by any member, officer, servant or agent of the Board shall, if the matter or thing is done in good faith for the purpose of carrying out the provisions of this Act or of any order or regulations made thereunder, subject any person as aforesaid to any action, liability, claim or demand whatsoever.

PART III

PLANTING OF TEA (ss 14-15)

[PCh275s14]14. Registration of tea growers

(1) The Board shall cause a register to be maintained of all land planted with tea and of the owners, occupiers and managers thereof in such form as the Board deems fit.

(2) For the purposes of such register, the owner, occupier or manager of any land which has been planted with tea, at any time, prior to the date of coming into operation of the Tea Act shall, upon request in writing by the Board make to the Board a return containing such particulars of any matter relating to the said land, the tea planted thereon, and himself as such owner, occupier or manager as aforesaid as may be prescribed by the Board in rules made under this Act.

(3) Upon receipt of the said return the Board shall cause the said particulars to be entered in the register and thereupon the said owner, occupier or manager shall in regard to the said land be a registered tea grower for the purposes of this Act.

(4) If any person who is required to make a return under subsection (2) of this section—

(a) fails or refuses to make such a return upon request in writing by the Board;
or

(b) makes or causes to be made a return which to his knowledge is false in any particular manner, he shall commit an offence against this Act.

[PCh275s15]15. Regulation of purchase of tea leaves Act No. 2 of 1998 Sch.

(1) Any person may, whether or not he manufactures tea or he is the agent of the manufacturer purchase any tea leaves from any producer.

(2) Notwithstanding subsection (1), any person who purchases tea leaves in pursuance of this section shall, in dealing with the leaves, comply with conditions and restrictions imposed or prescribed by the Board to safeguard the quality of the tea so purchased, and it shall be an offence against this Act, which shall be punished, in addition to any other penalty, with an order prohibiting that purchaser from any further dealing in tea.

PART IV

MANUFACTURE OF TEA (ss 16-17)

[PCh275s16]16. No manufacture of tea without licence Act No. 2 of 1998 Sch.

(1) No person shall manufacture tea for sale, whether by sun drying or otherwise, except under and in accordance with a licence.

(2) The Board may, after consultation with the Minister, issue a manufacturing licence, subject to such terms and conditions the Board thinks fit, or may, after such consultation, refuse to issue a manufacturing licence of any ground which may appear to the Board to be sufficient.

(3) The Board may, after consultation with the Minister, cancel, vary or suspend any licence issued under this section, or suspend any such licence in respect of a specified factory only.

(4) Where under this section the Board refuses to issue or suspends a tea manufacturing licence, the applicant for such licence may within ninety days of such refusal or suspension appeal in writing to the Minister whose decision shall be final.

(5) Every application for a licence under this section shall be made in writing in the prescribed form.

[PCh275s17]17. Illegal manufacture, possession, etc. Act No. 2 of 1998 Sch.; G.N. No. 34 of 2001

(1) Any person who—

(a) manufactures tea for sale in contravention of section 15 of this Act;

(b) buys, sells, exposes for sale, transports or has in his possession any tea which to his knowledge or belief—

(i) has been grown, manufactured or dried otherwise than in accordance with this Act; or

(ii) is being or has been moved otherwise than in accordance with regulations controlling such movement,

shall be guilty of an offence and shall be liable to imprisonment for a term not exceeding two years or to a fine not exceeding one million shillings or to both such fine and imprisonment.

(2) Where a person has in his possession or under his control any tea for which he is unable to account to the satisfaction of a person authorised under section 17 or 18, such tea shall be deemed to have been grown, manufactured or dried otherwise than in accordance with this Act until the contrary is proved.

(3) Where a person is convicted of an offence under this section the court shall order that any tea and any vehicle, vessel or other conveyance in relation to which an offence has been committed shall be forfeited to the Government unless, in the case of a vehicle, vessel or other conveyance, the court sees good reason, to be recorded by it in writing, not do so.

PART V

ENTRY AND INSPECTION (ss 18-19)

[PCh275s18]18. Entry and inspection Act No. 2 of 1998 Sch.; G.N. No. 34 of 2001

(1) Any person duly authorised in writing in that behalf by the Board may, at all reasonable times and on production of his Authority to any person requiring, enter upon any land and buildings occupied by a licensee, or by the holder of a manufacturing licence issued under section 18, and may make such inspection and inquiries as he thinks fit for ascertaining whether the provisions of this Act, and of any regulations made thereunder, and may require any person found thereon to give him such information as he may reasonably require.

(2) Any person who hinders or obstructs any person duly exercising or attempting to exercise any of the powers conferred by subsection (1) or who fails to give to the best

of his ability any information reasonably required of him under that subsection shall be guilty of an offence.

[PCh275s19]19. Powers of search and seizure Act No. 2 of 1998 Sch.; G.N. No. 34 of 2001

(1) An officer of the Ministry of Agriculture or of the Board, authorised in writing by or on behalf of the Chief Executive of the Board, as the case may be, upon production of his Authority on demand, and any police officer or administration officer may—

(a) enter and search any premises upon which he has reason to believe there is tea in respect of which an offence under section 16 is being or has been committed, and seize and remove any tea found thereon which he has reasonable cause to believe may provide evidence of that offence: Provided that, before removing any tea under this paragraph, the person removing it shall furnish the person in whose custody or possession the tea at the time of removal with written receipt therefore;

(b) stop, search and detain any vehicle, vessel or other conveyance which he has reason to believe is being or has been used for conveyance of tea in respect of which an offence under section 19 is being or has been committed.

(2) Every seizure under subsection (1)(a) of this section shall be reported without unnecessary delay to a subordinate court, and where any vehicle, vessel or other conveyance has been stopped and detained under subsection (1)(b) the person so stopping and detaining shall forthwith take it or cause it to be taken together with its contents, or report the fact of its detention, to the nearest police station and the officer in charge of the

police station may thereupon order that the vehicle, vessel or other conveyance, together with any tea found therein, be seized.

(3) Any person who hinders or obstructs a person acting in the exercise of his powers under this section shall be guilty of an offence and shall be liable on conviction to a fine not exceeding one million shillings or to imprisonment for a period of not exceeding two years, or to both fine and such imprisonment.

PART VI

EXPORT AND IMPORT OF TEA (ss 20-24)

[PCh275s20]20. Power to prohibit export of manufactured tea without permit Act No. 2 of 1998 Sch.

(1) Subject to subsection (3) of this section, the Board may from time to time, by order, prohibit generally for such period as may be specified in such order the export of manufactured tea otherwise than under and in accordance with the terms and conditions of an export permit.

(2) An order made under subsection (1) shall make such provisions for supplementary and incidental matters as the Board may think fit.

[PCh275s21]21. Penalty for exporting manufactured tea without permit Act No. 2 of 1998 Sch.

Any person who exports manufactured tea in contravention of an order made under subsection (1) of section 20 of this Act shall be guilty of an offence.

[PCh275s22]22. Restriction on export of tea, seed, etc. Act No. 2 of 1998 Sch.

(1) No person shall, without the permission in writing of the Board, export or Import tea, seed, any living seed plant which may be used or is capable of being used for the propagation of tea.

(2) Any person who refuses or fails to comply with the provisions of subsection (1) commits an offence.

[PCh275s23]23. Power of Board to refuse export permit

The Board may in its discretion refuse to issue a tea export permit under this Act on any ground which may appear to it to be sufficient:

Provided that any person aggrieved by a decision of the Board to refuse any tea export permit may appeal to the Minister in writing within ninety days of the date of such refusal. The decision of the Minister on any such appeal shall be final and binding.

[PCh275s24]24. Penalty of wrongful export G.N. No. 34 of 2001

(1) Any person exporting or attempting to export made tea in contravention of the provisions of this Act or of any tea export permit shall commit an offence against this Act and on conviction therefor shall be liable to a fine not exceeding two hundred thousand shillings or to imprisonment for a period not exceeding two years, or to both such fine and such imprisonment.

(2) Where any person is convicted of an offence under subsection (1) of this section, the Board in its discretion may cancel any tea export permit granted to the person convicted:

Provided that any person aggrieved by a decision of the Board to cancel any such tea export permit may appeal to the Minister in writing within ninety days of the date of such refusal whose decision on any such appeal shall be final and binding.

PART VII

CESSES (ss 25-27)

[PCh275s25]25. Imposition of cesses

(1) There shall be raised, collected and paid in respect of tea manufactured in Tanzania a cess at such rate as the Minister may on the recommendation of the Board from time to time impose by notice in the Gazette.

(2) In addition to any cess imposed under subsection (1) of this section, the Minister may on the recommendation of the Board from time to time impose by notice in the Gazette an annual cess in respect of each acre or part thereof.

[PCh275s26]26. Payment of cess

Any cess imposed under the provisions of section 25 of this Act shall be paid in the case of subsection (1) by every tea manufacturer and in the case of subsection (2) by every registered tea grower in the manner and at the time prescribed by rules made under section 31 of this Act.

[PCh275s27]27. Establishment of a Tea Trust Fund

(1) The Board shall assist the tea industry to establish the Tea Development Trust Fund (hereinafter referred to as the "Trust Fund") into which the Board shall pay all the moneys collected from time to time by way of levy or otherwise imposed under this Act.

(2) The Minister on the recommendation of the tea industry shall appoint a Trust Fund Committee from amongst persons directly engaged or otherwise interested in the tea industry to manage and operate the Trust Fund and each Trust Fund Committee member so appointed shall hold office for a term of three years and may be eligible for reappointment.

(3) The Board in consultation with the Tea Association of Tanzania shall make rules and regulations for the operation and management of the Trust Fund.

(4) All other moneys lawfully received by the Board shall be kept in a separate banking account out of which all payments by the Board shall be made.

(5) The Trust Fund money may be applied for all or any of the following purposes—

- (a) experiments, investigation and research in connection with tea;
- (b) the promotion of sales and marketing information of system;
- (c) the employment and remuneration of staff as the Committee may deem necessary for the purposes of promotion and development of the tea industry;
- (d) the payment from the Board's own account not being the Trust Fund Account of the expenses, commissions and any other charges incurred by the Board or for which the Board may become liable in the course of its business;
- (e) to promote the welfare of the tea small-holders and the tea industry or enhance its economic production;

PART VIII

GENERAL PROVISIONS (ss 28-33)

[PCh275s28]28. Returns G.N. No. 34 of 2001

Every tea manufacturer, blender and packer, registered tea grower, and tea export permit holder shall submit such returns in form at such periods and to such persons as the Board may from time to time prescribe in rules to be made under this Act and any person who fails to submit such returns when called upon to do so shall commit an offence against this Act;

[PCh275s29]29. General penalty

Any person who commits any offence against this Act shall be liable on conviction for every such offence, except where in any other section a special penalty is provided for any particular offence, to imprisonment not exceeding twelve months or to a fine not exceeding five hundred thousands shillings or to both such imprisonment and such fine.

[PCh275s30]30. Offence committed by bodies corporate

Where any offence against this Act is committed with the consent or approval of any director, manager, secretary or other officer of the body corporate, such persons as well as the body corporate, shall commit an offence against this Act and shall be liable to be prosecuted against and punished accordingly.

[PCh275s31]31. Rules G.N. No. 34 of 2001

The Board with the approval of the Minister may make rules—

(a) in concurrence with the Trust Fund Committee, governing the collection, payment and utilisation of any cess or monies paid in accordance with the provisions of this Act;

(b) governing the manufacture and export of made tea;

(c) prescribing the form of and the particulars to be included in any returns to be made under the provisions of this Act, and all other matters relating to such returns;

(d) fixing any penalty not exceeding a fine of five hundred thousand shillings or twelve months imprisonment for the breach of any rules made hereunder;

(e) prescribing anything which is to be or may be prescribed under this Act by the Board; or

(f) generally for the better carrying out of the purposes of this Act.

[PCh275s32]32. Appeals

In every case in which under this Act provision is made for an appeal to the Minister the appellant and the Board may make any representations to the Minister by way of a memorandum in writing but neither party shall be obliged to appear in person before the Minister.

[PCh275s33]33. Repeal and savings

[Repeals the Tea Industry Ordinance with savings — spent.]

FIRST SCHEDULE

CONSTITUTION, FUNCTIONS, AND PROCEEDINGS OF THE BOARD

(Section 3(2))

1. Secretary

The Board shall with the approval of the Minister, appoint the Chief Executive Officer who shall also be the Secretary to the Board.

2. Constitution G.N. No. 34 of 2001

(1) The Board of Directors shall consist of—

(a) a Chairman, who shall be appointed by the President upon the advice of the Minister;

(b) two tea small-holder farmers;

(c) the Chief Executive of the institution in charge of the Small-holder Tea Development in the United Republic of Tanzania; and

(d) two other members representing the interests of licensees nominated by the Tea Association of Tanzania amongst farmers or manufacturers;

(e) two members who shall be appointed by the Minister from amongst persons who in his opinion possess knowledge and experience beneficial to the tea industry.

(2) Any member of the Board may authorise a representative to attend any meeting of the Board in his place, and any such representative shall be deemed to be a member of the Board for the purposes of any meeting which he is so authorised to attend.

(3) The Board may co-opt to serve on it for such length of time as it thinks fit any person or persons whose assistance or advice it may require, but a person so co-opted shall not be entitled to vote at any meeting of the Board or be counted as a member for the purpose of forming a quorum.

(4) The Board shall elect a deputy chairman annually from amongst its members.

(5) Any member who ceases to hold office as such shall be eligible for reappointment.

(6) The life of the Board shall be three years.

3. Meetings

(1) The Board shall meet at least four times a year and at such other times as may be necessary or expedient for the transaction of its business and all meetings of the Board shall be convened by the Chairman or, in his absence from the United Republic or incapacity through illness, the Vice-Chairman, who shall appoint a suitable time, place and date for the holding of each meeting.

(2) The Chairman or, in his absence from the United Republic or incapacity through illness, the Vice-Chairman, shall convene a special meeting of the Board on a request in writing signed by not less than four members of the Board for such a meeting and shall cause the meeting to be held within twenty-one days of the receipt by him of such request.

(3) Except in the case of a special meeting such as is referred to in subparagraph (2) at least fourteen days notice in writing, specifying the business to be transacted at the meeting, shall be given of each meeting to every member of the Board.

(4) The Chairman, or in his absence, the Vice-Chairman shall preside at the meeting of the Board and in the absence of both the Chairman and the Vice-Chairman the members present at the meeting shall elect one of their number to be an interim chairman.

4. Quorum

(1) Five of the members of the Board shall constitute a quorum at any meeting.

(2) All acts, matters, and things authorised to be done by the Board shall be decided by resolution at a meeting of the Board at which there is a quorum.

(3) A decision of the majority of members present and voting at a meeting of the Board shall be deemed to be a decision of the Board.

(4) Every member of the Board shall have one vote and in the event of an equality of votes the Chairman of the meeting shall have a second or casting vote in addition to his deliberative vote.

(5) Notwithstanding the provisions of subparagraph (2), where the Chairman so directs, a decision may be made by the Board without a meeting by circulation of the relevant papers among all the members and the expression in writing of their views, but any member shall be entitled to require that any such decision be deferred until the subject matter shall be considered at a meeting of the Board.

5. Minutes

Minutes in proper form of each meeting of the Board shall be kept and shall be confirmed by the Board at its next meeting and signed by the Chairman of the meeting.

6. Employees

The Board may from time to time appoint upon such terms and conditions of service as it may think fit such employees as it may deem necessary for the proper and efficient conduct of the business and operations of the Board.

7. Power to regulate procedure

The Board shall have power to regulate its own procedure and may from time to time make standing orders providing for all matters relating to the meetings of the Board and the proper conduct of its business.

8. Seal

All deeds, instruments, contracts and orders and other documents shall be deemed to be duly executed by or on behalf of the Board—

(a) if sealed with the seal of the Board and signed by the Chairman and the Secretary or if signed by the Chief Executive and two other members of the Board;

(b) if executed in that behalf by one member of the Board and the Secretary both of whom have been authorised by the Board for the purpose.

9. Vacancy

Subject to the provisions of this Schedule relating to the quorum, the Board may act notwithstanding any vacancy in the membership thereof and no act or proceeding of the Board shall be invalid by reason only of some defect in the appointment of a member or a person who purports to be a member.

SECOND SCHEDULE G.N. No. 34 of 2001

1. Functions

(1) The functions of the Agency shall include—

(a) the promotion and development of the tea industry;

(b) to advise and make recommendations to the Minister as the Agency may think fit regarding the development of the tea industry in Tanzania;

(c) in collaboration with the Ministry or on its own behalf to conduct and provide finance tea research and extension services directly or through agents.

(2) The Minister may by order published in the Gazette add to or replace any of the functions of the Agency provided always the minister may give to the Agency directions of a general or specific character as to the carrying out of its functions and in

the exercise of its powers in relation to matters appearing to the Minister to be of national interest and the Agency shall give effect to any such directions.

(3) Subject to the consent in writing of the Minister and after the consultation with the Minister for the time being responsible for finance, the Agency shall have power to promote, establish operate or invest any or all of its funds in a tea estate or factory in the United Republic and in any business or undertaking which may be incidental or conducive thereto and may for such purpose acquire interest or shares in any company and may, for the purpose of obtaining interest or shares in such company, transfer to such company any of its assets provided always if he deems fit the Minister may direct the Agency to withdraw from or otherwise withhold any investment interest, shares previously made in any venture or undertaking in accordance with the provisions of this section and the Agency shall act accordingly.

2. Constitution

(1) The Board of Directors of the Agency shall consist of—

(a) a Chairman who shall be nominated by members amongst themselves provided that the head of the Department of Agriculture shall be the Chairman for the initial period of three years only;

(b) two members representing key tea growing areas;

(c) three other members appointed by the Minister from amongst persons who in his opinion, possess knowledge and experience likely to be of benefit to the tea industry.

(2) The members shall annually appoint from amongst themselves a Vice-Chairman;

(3) The term of office for each member of the Board shall be three years and the member may be re-appointed;

(4) The Chairman and other Board of Directors of subsidiary companies shall be appointed by the Minister on recommendation of the Board of the Agency.

(5)(a) The Board or the Agency shall meet at such times as may be necessary or expedient (at least not less than four times a year) for the transaction of its business and all meetings of the Board or the Agency shall be convened by the Chairman or in his absence from the United Republic or incapacity through illness, the Vice-Chairman, who shall appoint a suitable time, place and date for the holding of each meeting.

(b) The Chairman or, in his absence from the United Republic or incapacity through illness, the Vice-Chairman, shall convene a special meeting of the Board or the Agency on a request in writing signed by not less than four members of the Agency for such a meeting and shall cause the meeting to be held within twenty-one days of the receipt by him of such request.

(c) Except in the case of a special meeting such as is referred to in subparagraph (b) at least fourteen days' notice in writing, specifying the business to be transacted at the meeting, shall be given of each meeting to every member of the Board of the Agency.

(d) The Chairman, or in his absence, the Vice-Chairman, shall preside at the meeting of the Board or the Agency. In the absence of both the Chairman and the Vice-Chairman the members present at the meeting shall elect one of their number to be Chairman for that meeting.

3. Quorum

(1) Four of the members shall constitute a quorum at any meeting of the Board or the Agency.

(2) All acts, matters and things authorised to be done by the Agency shall be decided by resolution at a meeting of the Board or the Agency at which a quorum is present.

(3) A decision of the majority of members present and voting at a meeting of the Board or the Agency shall be deemed to be a decision of the Agency.

(4) Every member of the Agency shall have one vote and in the event of an equality of votes the Chairman of the meeting shall have a second or casting vote in addition to his deliberative vote.

(5) Notwithstanding the provisions of subparagraph (2) of paragraph 3, where the Chairman so directs a decision may be made by the Agency without a meeting by circulation of the relevant papers among all the members and the expression in writing of their views, but any member shall be entitled to require that any such decision be deferred until the subject matter shall be considered at a meeting of the Agency.

4. Minutes

Minutes in proper form of each meeting of the Board or the Agency shall be kept and confirmed by the Board at its next meeting signed by the Chairman of the meeting.

5. Secretary

(1) The Agency shall appoint a proper officer as Secretary who may or may not be a staff member of the Agency for the purposes of attending meetings and performing such

other duties as are imposed upon him by or under this Act and as the Agency may from time to time direct.

(2) The Agency may from time to time appoint upon such terms and conditions of service as it may think fit such employees as it may deem necessary for the proper and efficient conduct of the business and operations of the agency.

6. Agent to regulate its own proceedings

Subject to the provisions of this Schedule and to any rules which may be made under section 31 of the Act, the Agency shall have power to regulate its own procedure and may from time to time make standing orders providing for all matters relating to the meetings of the Agency and the proper conduct of its business.

7. Seal

All deeds, instruments, contracts and other documents shall be deemed to be duly executed by or on behalf of the Agency—

(a) if sealed with the seal of the Agency and signed by the Chairman or the Vice-Chairman or the Chief Executive and two other members of the Board of the Agency or;

(b) if executed in that behalf by one member of the Board of the Agency and the Secretary to the Board of the Agency both of whom have been authorised by the Agency for the purpose.

8. Vacancy not to invalidate proceedings

Subject to the provisions of this Schedule relating to the quorum, the Agency may act notwithstanding any vacancy in the membership thereof and no act or proceeding of

the Agency shall be invalid by reason only of some defect in the appointment of a member or a person who purports to be a member.

9. Vacancy

Subject to the availability of vacancies or positions the services of persons employed by the Authority may be transferred to the Board or the Agency as the Minister may find expedient and the employment of all such persons so transferred shall be regarded as continuous provided that the Board or the Agency as the case may be shall not be bound by virtue of the provisions hereof to engage any person who was previously employed by the Authority and whose service or services are non-existent in the Board or the Agency as the case may be the services of that such an employee shall be considered terminated and such an employee shall be paid his terminal benefit by the Agency according to the law governing his contract of employment.

10. Application of certain provisions of the Board to the Agency

The following provisions relating to the Board shall also apply to the Agency mutatis mutandis: namely sections 9, 10, 11, 12, 13, 29, 30, 31 and 32.