

TANZANIA ARTISANAL AND SMALL-SCALE CRITICAL MINERALS ASSOCIATION
(TASCMA)

TASCMA Constitution

PREAMBLE

WHEREAS Tanzania is endowed with significant deposits of critical minerals essential to the global energy transition, including copper, cobalt, nickel, lithium, graphite, rare earth elements, coltan, vanadium, manganese, and titanium;

WHEREAS artisanal and small-scale miners (ASM) contribute substantially to the extraction of these minerals, supporting livelihoods, local economies, and national mineral production;

WHEREAS Tanzania's Mining Act [CAP 123 R.E. 2023], the Natural Wealth and Resources (Permanent Sovereignty) Act, 2017, and the government's broader minerals development strategy recognize the importance of formalizing and supporting the artisanal mining sector;

WHEREAS the global demand for critical minerals is rapidly accelerating due to the growth of electric vehicles, renewable energy systems, and digital technologies, creating unprecedented economic opportunities for Tanzanian artisanal miners;

WHEREAS collective organization through a formally registered cooperative is essential for artisanal miners to access fair markets, finance, technology, legal protection, and government support;

WHEREAS responsible and environmentally sustainable mining practices are fundamental to securing the long-term social license and economic viability of the artisanal mining sector;

NOW THEREFORE, the undersigned artisanal and small-scale miners of critical minerals hereby establish the Tanzania Artisanal and Small-Scale Critical Minerals Association (TASCMA) under The Societies Act (Cap. 337) as a primary cooperative under the governed by the following Constitution and By-Laws.

PART I

ACRONYMS

Section 1: Definitions of terms

In this constitution the following acronyms/terms shall bear the meaning ascribed unless provided otherwise under this constitution;

AfDB – African Development Bank

ABA - Acid Base Accounting

ACCA - Association of Chartered Certified Accountants

ADR - Alternative Dispute Resolution

AMD - Acid Mine Drainage

ASM - Artisanal and Small-Scale Mining

BRELA – Business Registrations and License Authority

COO – Chief Operating Officer

CMA – Commission for Mediation and Arbitration

CPA - Certified Public Accountant

CPI - Consumer Price Index

ES – Executive Secretary

EIA - Environmental Impact Assessment

EMP - Environmental Management Plan

ESG - Environmental Social Governance

EU – European Union

FIU - Financial Intelligence Unit

FMC - Fund Management Committee

GEF - Global Environmental Facility

GSMT - Geological Survey of Tanzania

GPS - Global Positioning System

ICGLR - International Conference on the Great Lakes Region

IFC - International Finance Corporation

IIC - Independent Investigation Committee

ISC - Interim Steering Committee

NEMC - National Environment Management Council

NGO - Non-Governmental Organisation

NORM - Naturally Occurring Radioactive Materials

OECD - Organisation for Economic Co-operation and Development

PAC – Presidential Accountability Committee

PCCB – Prevention and Combating of Corruption Bureau

PML - Primary Mining License

PPE - Personal Protective Equipment

RAMSAR - Ramsar Convention on Wetlands of International Importance

RCM - Regional Certification Mechanism

REE - Rare Earth Elements

RITA – Registration,, Insolvency and Trusteeship Agency

SELF - Small Entrepreneurs Loan Facility

SME - Small and Medium Enterprises

TAEC - Tanzania Atomic Energy Commission

TASCMA - Tanzania Artisanal and Small-Scale Critical Minerals Association

TCDC - Tanzania Cooperative Development Commission

TIN - Tax Identification Number

TMAA - Tanzania Minerals Audit Agency

TRA- Tanzania Revenue Authority

TSSCMS - Tanzania Small Scale Copper Miners Society

UNDP - United Nations Development Program

VP – Vice President

PART II

ESTABLISHMENT AND LEGAL FOUNDATION

Article 2 — Name and Commencement

2.1 This organization shall be known as the Tanzania Artisanal and Small-Scale Critical Minerals Association, (TASCMA) (hereinafter 'the Association').

2.2 The Association shall come into force upon fulfilment of ALL of the following conditions:

1. Execution of the Founding Declaration by not fewer than thirty (30) founding members from at least five (5) regions of Tanzania;
2. Successful registration as a society under the Societies Act No. [CAP 337 R.E. 2002] and issuance of a Certificate of Registration from the Registrar of Societies and,

3. Convening of the first General Assembly within six (6) months of registration, at which the first Office Bearers and Central Committee Members shall be elected.

2.3 The date on which the Certificate of Registration is issued by the Registrar of Societies shall be the official Commencement Date, recorded in the Association's official records.

2.4 Pending the Commencement Date, an Interim Steering Committee (ISC) comprising the founding signatories shall manage pre-formation activities. The ISC may incur operational expenditure.

2.3 The Association will have legal recognition, registered under the Societies Act No. [CAP 337 R.E. 2002]. The use of the word 'Association' in the name does not alter its legal character as a registered society.

2.4 The Association through its Registered Board of Trustees, shall have the power to: acquire, hold, and dispose of property; enter into contracts; sue and be sued; borrow, lend, receive grants, and establish funds for members; and conduct all activities incidental to its objects.

2.5 In addition to its registration, the Association shall seek:

- (a) Recognition from the Ministry of Minerals as an official stakeholder body and Tanzania Mining Commission as an authorized miners' representative body.
- (b) Business and Tax registration with from various authorities if any;

PART III

LOCATION AND AREA OF OPERATION

Article 3 — Headquarters, Area of Operation and Postal Address

3.1 The Association's registered headquarters shall be in Dar es Salaam, with zonal offices in Tanzania's principal critical mineral mining regions and shall operate across the entire United Republic of Tanzania.

3.2 Physical address of the Association shall be located at with Postal address P. O. Box 34549 Dar es salaam, Tanzania.

PART IV

VISSION, MISSION AND OBJECTS

Article 4 — Vision

To be the leading representative body for artisanal and small-scale critical mineral miners in Tanzania and a gateway through which Tanzania's mineral wealth is transformed into shared prosperity, sustainable development, and a clean energy future.

Article 5 — Mission

To unite, formalize, empower, and advocate for artisanal and small-scale critical mineral miners by providing access to markets, finance, technology, legal protection, and sustainable mining knowledge — ensuring that Tanzania's critical mineral wealth benefits the Tanzanian people.

Article 6 — Objectives of the Association

TASCMA shall have the following objectives;

- a) Advocacy & Representation; Represent members before the Ministry of Minerals, Mining Commission, Parliament, and international forums to lobby for Artisanal and Small-Scale Mining (ASM)-friendly policies, fair royalty regimes, and access to Primary Mining Licenses for critical minerals,
- b) Formalization; Assist informal artisanal miners to obtain valid mining licenses, TINs, and regulatory compliance certifications; provide a structured pathway to full membership and liaise with the Mining Commission on streamlined Primary Mining License (PML) procedures for critical minerals,
- c) Capacity Building; Provide training in modern artisanal mining methods, safety, environmental management, mineral processing, financial literacy, and business skills across all critical minerals
- d) Market Access & Fair Pricing; Negotiate collective marketing agreements; establish mineral aggregation centres (through TASCMA Commercial Services Limited); combat exploitation and facilitate export practices,
- e) Access to Finance; Establish and manage the Critical Miners' Revolving fund, negotiate preferential loan facilities with various banks, facilitate access to the Small Entrepreneurs Loan Facility (SELF) Microfinance Fund, and government critical minerals development grants,
- f) Technology & Innovation; Promote adoption of clean, mercury-free processing technologies, facilitate access to geological data, establish a technology sharing platform, and partner with GSMT and research institutions;
- g) Environmental & Social Responsibility; Promote sustainable mining; develop mineral-specific environmental guidance in collaboration with NEMC; implement community engagement frameworks; enforce health and safety standards across all mineral types;
- h) Energy Transition Positioning; Position TASCMA members as certified responsible suppliers for EVs, batteries, and renewable energy; pursue ESG certification; develop and protect the TASCMA Responsible Sourcing Mark;
- i) Research & Development; Support geological research in formal partnership with GSMT; collaborate with universities; document indigenous mining knowledge; seek formal data-sharing agreements with GSMT and the Tanzania Minerals Audit Agency (TMAA).

PART V

MEMBERSHIP

Article 7 — Membership Categories and Their Specific Rights

- a) **Full Member**; Tanzanian citizen or citizen-owned entity holding a valid PML or Mining License for any designated critical mineral; actively mining for at least twelve (12) months; annual production within 10 thresholds. This category shall be eligible for all leadership positions, access to all Association services and the Critical Miners' Revolving Fund and TASCMA Compliance Certificate.
1. **THRESHOLD BREACH**; A Full Member whose annual production exceeds the Full Member maximum threshold, shall not be automatically expelled. The Executive Council shall notify the member in writing. The member has ninety (90) days to:
 - i. Reduce operations to within the threshold;
 - ii. Apply for a Boar-approved temporary exemption with evidence that excess production was exceptional; or
 - iii. Accept reclassification as an Associate Member (Large Miner category) retaining access to Association services on commercial terms. Failure to respond within 90 days results in membership suspension pending resolution.
 2. Thresholds shall be reviewed every three (3) years by the Technical Committee and updated by Executive Council resolution, subject to General Assembly ratification.
- b) **Provisional Member**; Artisanal miner currently operating informally but committed to formalization; must complete formalization within eighteen (18) months; may sell minerals through Association aggregation centres from Day 1 as provided in the by - Laws; This category of membership will enjoy the following rights; formalization assistance, training, Association aggregation centres, Formalization Loan, no voting rights; no general Fund access.
1. Provisional Members are expressly permitted to sell their minerals through the Association's aggregation centres from the date of provisional membership acceptance.
 2. Provisional Members selling through Association aggregation centres shall pay the 1% development levy on all sales.
 3. Provisional Members may NOT access the Association's international trading platform or collective export facilitation services until they achieve Junior or Full membership status.
 4. A Provisional Member who has not achieved Full or Junior Membership within eighteen (18) months shall have Provisional Membership lapsed. They may reapply. The Association shall not be liable for delays in government licensing processes.

- c) **Junior Member**; Licensed miner with less than twelve (12) months of operation or below minimum production threshold; emerging miners including youth and women. This category of membership will have rights to training and mentorship, limited Fund access, no voting rights, graduates to Full Member after twelve (12) qualifying months.
- d) **Associate Member**; Registered business providing services to critical mineral miners; minimum two (2) years in operation, three (3) references from Full Members; subject to conduct obligations under this constitution and by - Laws. No voting rights; service provider directory; committee participation; networking; eligible to contract with Association as set out in the by – Laws.
- e) **Institutional Member**; Government agencies; research institutions; universities; NGOs; financial institutions; development partners. Members under this category will have Observer status; research collaboration; access to aggregated data; no voting rights.
- f) **Honorary Member**; Individuals with exceptional contribution to artisanal or critical mineral mining in Tanzania; nominated by at least five (5) Full Members; approved by two-thirds of majority vote of Executive Council Members. Will have rights to be invited to meetings; advisory role; recognition in publications; no fees payable.

Article 8A — Formalization Pathway for Provisional Members

- a) Apply for Provisional Membership;
- b) Within 30 days attend mandatory formalization orientation (2 days);
- c) Within 60 days obtain the relevant Tax Identification Number (TIN) from the Tanzania Revenue Authority (TRA);
- d) Within 90 days apply for Primary Mining License (PML);
- e) Within 120 days obtain EMP-Light using TASCMA template; and
- f) Upon PML issuance upgrade to Junior or Full Membership upon PML receipt

Article 8B — Associate Member Conduct and Removal

8B.1 Associate Members shall provide services in good faith and at fair market rates, not engage in price collusion or predatory practices targeting TASCMA members, not misrepresent their relationship with TASCMA to third parties and comply with all applicable laws of the United Republic of Tanzania.

8B.2 Grounds for suspension or removal from the TASCMA service directory shall include the following

- (i) Supply of defective or dangerous equipment to members
- (ii) Fraudulent misrepresentation
- (iii) Breach of health and safety standards
- (iv) Declaration of bankruptcy
- (v) Criminal conviction related to business activities among others.

8C.3 Complaints against Associate Members shall be investigated by the Membership Committee following the procedure in Section 29A. The available sanctions shall include a written warning, suspension from the

TASCMA service directory for up to twelve (12) months, or permanent removal. An Associate Member facing permanent removal may appeal to the established Executive Council within thirty (30) days.

Article 9 — Other rights to Full Members

- a) Eligibility to participate in elections for all leadership positions;
- b) Legal advisory on the mining aspects from our recognized Law Firm.
- c) Subsidized laboratory/assay services at Association-designated facilities;
- d) Annual TASCMA Compliance Certificate — recognized by buyers and financial institutions;
- e) Priority listing on the Association's national and international buyer-matching platform;
- f) Participation in collective mineral sales agreements and export facilitation;

Article 10 — Obligations of Members

- a) Pay all prescribed fees, subscriptions, and levies on time;
- b) Adhere to the Association's Code of Conduct and By-Laws;
- c) Maintain a valid mining license and all required permits at all times;
- d) Implement basic safety and environmental management practices;
- e) Submit quarterly production data to the Association (confidential — used only for statistics and advocacy);
- f) Remit one percent (1%) of gross mineral sales to the Association's development fund;
- g) Cooperate with Association officials during site visits and compliance checks;
- h) Participate in Association activities, including General Assemblies and training events.

PART VI

OFFICE BEARER

Article 11A — The President — Position and Authority

11A.1 There shall be a President (also referred to as Chairman) who is the supreme elected leader and chief executive voice of the Association. The President and Vice President are the only leaders elected directly by all Full Members through a national election.

11A.2 The President shall: chair all meetings of the General Assembly and the Executive Council; represent the Association in all national and international forums; sign contracts jointly with the Executive Secretary for values above TZS 5,000,000 shall (Tanzania Shillings Five Million Only) shall; concur in the appointment of the Executive Secretary; deliver an Annual State of the Association Address at each General Assembly; and be subject to annual performance review by the Presidential Accountability Committee (Section 15E.2).

11A.3 TERM: Seven (7) years from the date of the first General Assembly at which elected. Maximum two (2) terms — whether consecutive or non-consecutive — for a lifetime maximum of Fourteen (14) years. No extension of term is permitted under any circumstances.

11A.4 The President's 7-year term runs independently of the Executive Council 3-year electoral cycle. The President continues in office through changes in Executive Council composition.

11A.5 Post-Presidency: A former President may not stand for any other elected Association office for three (3) years following the completion or termination of their last presidential term. A former President shall be accorded the title of President Emeritus and may serve as advisor on invitation.

Article 12B — Vice President

12B.1 There shall be a Vice President elected on the same ballot as the President (running-mate model — the Presidential candidate names their running-mate before nominations close).

12B.2 The Vice President shall serve the same 7-year term, but at a minimum of two (2) years' term.

12B.3 The Vice President shall: act as in the President's absence; coordinate all matters between the President, Executive Council, and Central Committees; and lead strategic portfolios assigned by the President.

12B.4 SUCCESSION: If the President is unable to discharge duties for any reason, the Vice President shall assume all Presidential powers immediately. If both are unable to serve, the Executive Secretary shall act as interim President for a maximum of ninety (90) days while a by-election is organized.

Article 12C — Presidential Nomination Requirements

For a member to vie for Presidential position shall have the following qualification: -

- a) Full Member in continuous good standing for a minimum of five (5) years immediately preceding nomination;
- b) Minimum 30 years, maximum 65 years at time of nomination;
- c) Written endorsements from at least Four (4) of the six (6) zones; minimum Fifteen (15) endorsing Full Members per qualifying zone (minimum sixty 60 total endorsements);
- d) Written 7-Year Strategic Vision Paper submitted to the Elections Committee before nominations close;
- e) No pending Tier 3 or 4 disciplinary proceedings; no criminal conviction in preceding 10 years;
- f) All subscriptions and levies paid up to date; no outstanding loans in default; and
- g) Not a paid employee of any government ministry with regulatory oversight of the Association, nor of any mineral buyer of Association members' minerals.

12C.1 The Elections Committee shall publish the Presidential nomination timetable not later than six (6) months before the scheduled election date. Nominations shall open for minimum thirty (30) days. The Elections Committee vets all nominations and publishes the final candidates' list not less than sixty (60) days before polling day.

Article 12D — Presidential Election Process

12D.1 ELECTORATE: All Full Members in good standing on the voter roll closing date shall vote in the Presidential election. Provisional, Junior, Associate, and Institutional Members do not vote.

12D.2 VOTING: Secret ballot across simultaneous polling stations, one per zone minimum and on the same day.

12D.3 RESULT: The candidate receiving the highest number of valid votes shall be declared elected. In the event of a tie, a run-off shall be held within thirty (30) days.

12D.4 TIMING: Presidential elections shall be held in the final year of the President's seven (7) year term. The outgoing President continues in office until the inauguration of their successor or for a maximum of sixty (60) days beyond term end.

12D.5 BY-ELECTIONS: If a presidential vacancy arises in the first five (5) years of a term, a by-election shall be held within one hundred and twenty (120) days and counts as one (1) full term. If a vacancy arises in the last TWO (2) years, the Vice President completes the term without a by-election.

12D.6 INAUGURATION: The President-elect shall be inaugurated within thirty (30) days of confirmed results and shall take the oath of the Office:

Article 12E — Presidential Accountability — Mid-Term Mechanisms

12E.1 ANNUAL ADDRESS: The President shall present an Annual State of the Association Address at each General Assembly covering strategic progress, financial position, key challenges, and plans for the year ahead. The Address shall be circulated to all Full Members at least fourteen (14) days before the General Assembly.

12E.2 PRESIDENTIAL ACCOUNTABILITY COMMITTEE (PAC): There is hereby established a Presidential Accountability Committee comprising five (5) Full Members elected by the General Assembly for 3-year terms. PAC members shall NOT be members of the Executive Council. The PAC shall: review the President's Annual Address and assess performance against stated goals; submit an independent Annual Assessment Report to the General Assembly; and have access to Association accounts, contracts, and records for its review. The President shall respond in writing to the PAC report within thirty (30) days. Retaliation against a PAC member for their legitimate review role is a Tier 4 disciplinary offence.

12E.3 PRESIDENT-EXECUTIVE COUNCIL COORDINATION: The incoming Executive Council shall, at its first meeting after each Executive Council election, receive a presidential briefing on the current Strategic Vision and progress to date. If the Executive Council wishes to propose a material change in strategic direction, it shall do so by a two-thirds majority Executive Council resolution. The President shall acknowledge in writing within thirty (30) days, either accepting or providing written reasons for disagreement; final authority on matters within the Executive Council constitutional mandate rests with the Executive Council. In the event of persistent strategic disagreement, either party may request a Special General Assembly to seek member guidance.

12E.4 VOTE OF CONFIDENCE: The General Assembly may, by simple majority of delegates present, pass a non-binding Vote of No Confidence. Three (3) consecutive Votes of No Confidence within a single 7-year term shall automatically trigger the formal removal process in Section 15F.

Article 13F — Removal of the President

13F.1 GROUNDS: The President may only be removed from Office on the following reasons;

- (i) Criminal conviction carrying a custodial sentence or involving dishonesty,
- (ii) Gross misconduct such as financial fraud; deliberate violation of this Constitution; abuse of presidential authority for personal enrichment,
- (iii) Medical incapacity certified by two (2) independent medical practitioners for more than one hundred and eighty (180) continuous days;
- (iv) Prolonged unauthorized absence for more than ninety (90) continuous days
- (v) Loss of Full Membership.

13F.2 Removal Process:

- i. At any time, a Petition signed by at least Two-Thirds (2/3) of all Executive Council members (min. 12 of 17) or Forty Percent (40%) of all Full Members shall trigger the formal removal process of President;
- ii. Within 14 days Independent Investigation Committee (IIC) composed of one retired Judge or Senior Advocate and one Full Member elected by General Assembly through ballot shall be formed (none may be Executive Council member);
- iii. Within 30 days IIC will investigate — examines evidence; hears the President (right to legal representation); hears petitioners;
- iv. Within 7 days of conclusion IIC Report submitted to General Assembly — finding on whether grounds for removal are established or not;
- v. Within 60, Executive Council shall cause Special General Assembly be convened — minimum 60 days' notice to all Full Members; quorum = 50% of all Full Members; President addresses the Assembly;
- vi. At Special General Assembly, removal vote — requires three-quarters (3/4) of all Full Members (present, by proxy, or verified postal/electronic vote);
- vii. Immediately, If removed — the Vice President assumes office immediately; IIC findings referred to law enforcement if criminal grounds found.

13F.3 INTERIM SUSPENSION: The Executive Council may by unanimous vote suspend the President from active duties for a maximum of ninety (90) days, accompanied by the issuance of a notice, pending the removal process. The VP acts during any suspension.

13F.4 RESIGNATION: The President may resign by delivering a signed written resignation to the Executive Council. Resignation takes effect thirty (30) days after delivery of such resignation, unless the Executive Council accepts an earlier date.

PART VII

GOVERNANCE STRUCTURE

Article 14 — The General Assembly

14.1 The General Assembly is the supreme governing body, comprising all Full Members in good standing.

14.2 The General Assembly shall meet at least once per year.

14.3 Special General Assemblies may be convened by the Executive Council or on the written request of at least one-quarter of Full Members, with thirty (30) days' notice.

14.4 Delegate Representation shall be 10 delegates from each Zone (6 zones total 60) elected at Zonal General Assembly, President (ex - officio) elected by all full members, Vice President (ex - officio) directly elected with President, Executive Council Members 17 (ex - officio) elected/appointed as per section 14, Women Representatives elected by National female Full Members 5 and Youth Representatives elected by National youth Full Members 5. The General Assembly shall be composed of total 89 members.

14.5 QUORUM: 40% of registered delegates from at least three (3) zones. If not achieved, meeting adjourns shall be adjourned after thirty (30) days and reconvenes at 25%. Special General Assemblies require 50% quorum from at least four (4) zones.

14.6 Decisions by simple majority except: constitutional amendments (two-thirds majority); dissolution (three-quarters of ALL Full Members); removal of Executive Council Member (two-thirds of delegates present); removal of the President (three-quarters of ALL Full Members).

Article 15 — Executive Council

15.1 The Executive Council shall comprise seventeen (17) members namely, Zonal Representatives elected by Full Members of respective zones (each zone 2 members), Women Representatives elected by all female Full Members nationally 02, Youth Representative (below 35 years) elected by all Full Members below 35 years 01, Technical Expert (Mining/Geology/Metallurgy appointed by the Executive Council with minimum of 5 years of mining sector experience 01 and Legal Advisor (Advocate of the High Court) Appointed by Executive council with minimum of three (3) years in cooperative/mining law experience. Term for Executive Council Member shall be two terms of 3 years each.

15.2 The President chairs the Executive Council as ex-officio by virtue of their separate election. The President is NOT counted among the 17 Executive Council seats — this preserves the Executive Council independent oversight capacity.

15.3 Executive Council members shall submit an Annual Interests Declaration (Form TASCMA/COI/001) and comply fully with Section 16.

Article 16 — Central Committee

16.1 The Central Committee shall comprise the President (Chair), Vice President, Treasurer (elected by the Central Committee from among the 17 Executive Council Members), and four (4) members elected by the Executive Council, making a total of seven (7) members.

16.2 The Executive Secretary shall attend all Central Committee meetings as a non-voting Chief Operating Officer (COO).

16.3 The Central Committee shall manage day-to-day governance affairs between Executive Council meetings. It may not make decisions reserved for the full Executive Council or General Assembly.

Article 17 — Conflict of Interest — Declaration, Recusal, and Management

17.1 PRINCIPLE: Executive Council and Central Committee members, and senior staff may have legitimate commercial interests as mineral buyers, technology owners, equipment suppliers, training providers, construction contractors, or Associate Members. Such interests do not automatically disqualify them, but a transparent declaration and recusal are required.

17.2 ANNUAL DECLARATION: Every Executive Council and Central Committee members, and staff at Zonal Coordinator grade and above shall submit an Annual Interests Declaration Form within thirty (30) days of taking office and by 31st July every year, disclosing among other matters; ownership or directorship in any mineral trading company, technology or equipment supply businesses, construction or training businesses; financial institutions holding Association accounts, and any other material conflict of interest.

17.3 REGISTER: The Appointed Legal Firm shall maintain a Register of Declared Interests. A summary shall be tabled at the first Executive Council meeting of each year and available for Full Member inspection on written request.

17.4 RECUSAL: When any matter involving a declared or apparent interest comes before anybody, the interested person shall declare the interest, withdraw from the room during discussion and voting, and not attempt to influence the decision. Failure to declare and recuse is a Tier 3 disciplinary offence.

17.5 PERMITTED DEALINGS: Executive Council and Central Committee members company may contract with the Association provided the interest is declared, it is awarded through competitive process, the Executive Council and Central Committee members have fully recused, contract terms are arm's length, market-rate and is recorded in the Contracts Register.

17.6 BLIND TRUST FOR PRESIDENT: The President shall, within sixty (60) days of election, place all active mineral buying, dealing, or brokering interests into a declared blind trust administered by an independent trustee for the duration of their presidency.

Article 18 — Standing Committees

18.1 TASCMA shall have the following standing committee: -

- a) **Membership Committee**, responsible for Membership applications, renewals, Formalization Programme, disciplinary investigations and hearings, Associate Member conduct matters;
- b) **Technical Committee responsible**, for mineral-specific operating guidelines (in collaboration with GSMT); training standards; technology adoption; processing methods; geological data management; liaison with GSMT and TMAA;
- c) **Marketing & Supply Chain Committee**, responsible for Buyer agreements; collective sales; aggregation centres; international market access; Environmental Social Governance (ESG)/responsible sourcing certification; chain-of-custody documentation; TASCMA Responsible Sourcing Mark administration and enforcement;
- d) **Finance Committee responsible**, for Budget; levy collection; cross-verification with TMAA data; Critical Miners' Revolving Fund oversight; audit; investments; hardship waiver applications; fee review reports;
- e) **Environment & Safety Committee**, responsible for Mineral-specific environmental standards; compliance monitoring; safety training; incident reporting; liaison with NEMC and TAEC;
- f) **Legal & Advocacy Committee**, responsible for Policy lobbying; dispute resolution; Executive Council appointments (Technical & Legal seats); election oversight; regulatory liaison; International Conference on the Great Lakes Region (ICGLR) compliance monitoring;
- g) **Gender, Youth & Social Inclusion Committee**, responsible for Women and youth programmes; social responsibility; community relations; human rights; informal miner support.

18.2 Each Committee shall comprise of five (5) - nine (9) members appointed by the Executive Council from among Full Members in good standing.

18.3 TERMS: Committee members serve three (3) years concurrent with the Executive Council term and may be reappointed once. Each Committee shall have a Chairperson and Secretary appointed by the Executive Council.

18.4 QUORUM: Simple majority (at least 50% plus one). Decisions by simple majority. Casting vote held by the Committee Chairperson.

18.5 MEETINGS: Each Committee shall meet at least quarterly. Meetings may be in person, virtual, or hybrid.

18.6 REPORTING: Each Committee shall submit a written quarterly report to the Executive Council covering: activities undertaken; decisions made; issues requiring Executive Council attention; and plans for the next quarter.

18.7 LIMITATIONS: Committees have advisory and implementation mandates only. They shall not make financial commitments exceeding TZS 500,000 (Tanzania Shillings Five Hundred Thousand Only) or create legal obligations without prior Executive Council approval.

Article 19 — Virtual and Hybrid Meetings

All meetings may be held in person, virtually, or as hybrid meetings, provided

- (i) Advance notice is provided at fourteen (14) days standard and seven (7) days for emergency
- (ii) All participants can communicate simultaneously; voting is verifiable; and minutes are circulated within seven (7) days.

PART VIII

REGIONAL AND ZONAL STRUCTURE

Article 20 — Critical Mineral Zones

The Association shall organize its regional presence around six (6) Mineral Zones. Each region belongs to exactly ONE zone as follows: -

- a) Southern Highlands Zone its Headquarters being at Mbeya, comprising of Mbeya, Rukwa, Katavi and Songwe Regions. Principle Critical mineral found are Copper, Cobalt and Nickel;
- b) Western Zone its Headquarters being at Kigoma, comprising of Kigoma, Tabora Shinyanga and Geita Regions. Principle Critical mineral found are Copper, Cobalt and Coltan/Tantalum;
- c) Southern Zone its Headquarters being at Songea, comprising of Ruvuma, Njombe, Iringa Regions. Principal Critical Minerals found are Graphite, Vanadium and Rare Earths;
- d) Coastal & South Zone its Headquarters being at Lindi, comprising of Lindi, Mtwara, Coast and Morogoro Regions. Principal Critical Minerals found are Graphite, Titanium/Ilmenite, Rare Earth Elements (REE) and Vanadium;
- e) Central Zone its Headquarters being at Dodoma, comprising of Dodoma, Singida, Manyara and Kilimanjaro. Principal Critical Minerals found are Lithium, Manganese and Rare Earth Elements (REE) and
- f) Northern & Lake Zone its Headquarters being at Arusha, comprising of Arusha, Mwanza, Kagera, Mara and Simiyu Coltan/Tantalum, Nickel and Rare Earth Elements (REE).

Article 21 — Executive Council Representation by Zone

- a) Southern Highlands Zone, 2 members elected at Full Members of Mbeya, Rukwa, Katavi, and Songwe region;
- b) Western Zone, 2 members elected at Full Members of Kigoma, Tabora, Shinyanga, and Geita region;
- c) Southern Zone, 2 members elected at Full Members of Ruvuma, Njombe, and Iringa region;
- d) Coastal & South Zone, 2 members elected at Full Members of Lindi, Mtwara, Coast, and Morogoro region;

- e) Central Zone, 2 members elected at Full Members of Dodoma, Singida, Manyara, and Kilimanjaro region;
- f) Northern & Lake Zone, 2 members elected at Full Members of Arusha, Mwanza, Kagera, Mara, and Simiyu region.

Article 22 — Executive Council Vacancy Procedure

22.1 A Executive Council seat becomes vacant upon: death, resignation, expulsion, or prolonged incapacity (exceeding 180 days) of a Executive Council member; loss of Full Member status; or failure to attend three (3) consecutive Executive Council meetings without a valid excuse.

22.2 On the occurrence of a vacancy, the Executive Council shall first determine whether the zone retains at least one (1) Executive Council seat. If so, the vacancy shall be filled by co-option: the Executive Council shall invite the runner-up from the most recent election in that constituency to fill the seat for the remainder of the term.

22.3 If no eligible runner-up is available, or if the zone is left with zero (0) Executive Council seats, a zonal by-election shall be conducted within sixty (60) days. The elected member serves the remainder of the original term.

22.4 A co-opted or by-elected Executive Council member's term shall not count toward the two-term maximum if the period served is less than eighteen (18) months.

Article 23 — Phased Zonal Office Establishment

23.1 Phase 1 (Year 1-2): Southern Highlands (Mbeya), Western (Kigoma), and Southern (Songea) zones.

23.2 Phase 2 (Year 2-3): Coastal & South (Lindi) and Central (Dodoma) zones.

23.3 Phase 3 (Year 3-5): Northern & Lake Zone (Arusha) and sub-zonal service centres in emerging districts.

23.4 Criteria for opening a Zonal Office: at least 30 Full Members; at least two regions with significant critical mineral activity; Executive Council - approved budget; feasibility study confirmed.

Article 24 — Zonal Assembly and Zonal Committee

24.1 ZONAL GENERAL ASSEMBLY: There shall be a Zonal General Assembly for each zone comprising all Full Members in the zone in good standing. The Zonal Assembly shall meet at least once per year, convened by the Zonal Coordinator. The Zonal Assembly shall: elect delegates to the National General Assembly; elect zonal Executive Council members; consider zonal issues; and receive reports from the Zonal Coordinator and Field Officers.

24.2 ZONAL COMMITTEE: Each zone shall have an elected Zonal Committee comprising: the elected zonal Executive Council members (who shall co-chair); one Women Representative elected by female Full Members in the zone; one Youth Representative elected by youth Full Members in the zone; and two (2) additional Full Members elected by the Zonal Assembly. Total: minimum 5 members per zone.

24.3 The Zonal Committee shall: monitor Association activities in the zone; liaise between members and the Secretariat; advise the Zonal Coordinator; and report to the Zonal Assembly annually. The Zonal Committee has no independent financial authority.

24.4 Zonal Committee members serve for three (3) years concurrent with the Executive Council term. The Chairperson is the senior zonal Executive Council member by votes received in the most recent zonal Executive Council election.

PART IX

FINANCIAL PROVISIONS

Article 25 — Sources of Funds

The Association's funds shall come from: annual membership subscriptions; 1% development levy on members' mineral sales; service fees; grants and donations; income from investments; training and consultancy fees; returns from TASCMA Commercial Services Limited; and special levies approved by the General Assembly by a two-thirds majority.

Article 26 — Year 1 Operating Budget and ISC Authority

26.1 The ISC shall prepare a Year 1 Operating Budget before the first General Assembly and may incur expenditure against this budget up to TZS 50,000,000 (Tanzania Shillings Fifty Million Only) in aggregate. The Year 1 Operating Budget shall be tabled at the first General Assembly for ratification with all ISC expenditure disclosed.

26.2 Year 1 revenue allocation: 80% of Year 1 annual subscriptions shall fund Association operations; 20% shall be directed to the Revolving Fund as founding capital; 100% of application fees shall fund registration, legal, and administrative costs.

26.3 From Year 2 onwards, the Finance Committee shall produce an Annual Operating Budget approved by the Executive Council before the commencement of each financial year, subject to General Assembly ratification.

Section 27 — Critical Miners' Revolving Fund

There is hereby established the Critical Miners' Revolving Fund to provide affordable credit to Full and Junior Members as provided in the by - laws.

Article 28 — Revolving Fund Lending Policy

To qualify for any Fund loan, an applicant must: be a Full or Junior Member in good standing for at least six (6) consecutive months; have no outstanding disciplinary sanctions; have no current loan default; have paid all subscriptions and levies for the preceding 12 months.

Article 29 — Financial Year, Accounts, and Audit

The financial year runs from 1st July to 30th June. Proper books of accounts shall be maintained in accordance with the Societies Act, Cap 337, and applicable accounting standards. Accounts shall be audited annually by a certified public accountant appointed by the General Assembly. Audited accounts shall be filed with the Tanzania Cooperative Development Commission (TCDC) within three (3) months of the year-end.

PART X

CODE OF CONDUCT

Article 29 — Fundamental Principles

- a) **Legality**, Full compliance with the Societies Act, Cap 337, Mining Act, Cap 123 R.E. 2023] 2010, Environmental Management Act, Labour Laws, Anti-Money Laundering Act, and all other relevant Tanzanian legislation;
- b) **Integrity**, Conducting business with honesty, fairness, and transparency; zero tolerance for bribery, corruption, or fraud;
- c) **Stewardship**, Responsible management of mineral resources and the environment; progressive rehabilitation; responsible use of Tanzania's natural wealth;
- d) **Safety**, Prioritizing the health and safety of workers and communities; zero tolerance for child labour or forced labour;
- e) **Responsibility**, Responsible supply chain practices; full chain-of-custody documentation; anti-money laundering compliance; no conflict-linked mineral trading;
- f) **Respect**, Treating all persons with dignity; respecting human rights, local customs, and the rights of neighbouring miners and host communities;
- g) **Accountability**, Taking responsibility for one's actions and their impacts on people and the environment; transparent reporting;
- h) **Collegiality**, Upholding the unity and good name of the Association; cooperating with fellow members for mutual benefit.

Article 30 — Absolute Prohibitions

The following are prohibited and shall result in immediate expulsion:

- a) Employment, engagement, or permission of any person below 18 years in mining or processing operations;
- b) Illegal mining — mining outside licensed area or without a valid license;
- c) Mineral trafficking, smuggling, or trade circumventing legal channels;

- d) Buying, selling, or processing minerals known or reasonably suspected to be illegally extracted;
- e) Conflict-linked mineral trading — selling or purchasing any critical mineral to or from parties known or suspected to finance violence or armed groups;
- f) Bribery or corruption in dealings with government officials, buyers, or other stakeholders;
- g) Use of mercury in any mineral processing.
- h) Forced evictions, violence, or intimidation of community members.

Article 31 — Disciplinary Procedure

31.1 When Members commits any acts which attracts disciplinary measures to be applied. The procedure provided under by – laws shall be adhered to.

31.2 Good-faith reporters shall be protected from retaliation. Deliberately false reports are a Tier 2 offence.

31.3 For alleged Tier 4 offences, the Executive Council may impose interim suspension pending investigation, not exceeding ninety (90) days.

PART XI

ENVIROMENTAL STANDARDS

Article 32 — Guiding Environmental Principles

All members shall operate in accordance with Prevention, Precaution, Polluter Pays, Stewardship, Continuous Improvement and Transparency.

Article 33 — Mineral-Specific Environmental Obligations

i. Copper / Cobalt

Acid drainage prevention: waste rock with sulfide minerals stored in sealed, lined dumps with leachate collection. Process water must not be discharged to any water body. All process water must be recycled or treated before disposal.

ii. Nickel

Waste rock must undergo Acid Base Accounting (ABA) test before stockpiling. AMD-generating waste requires sealed, lined facilities with alkaline treatment. No nickel processing water is discharged without treatment. Dust suppression mandatory at all nickel ore stockpiles.

iii. Graphite

Dry graphite processing must use dust collection systems. No open burning of graphite waste. Surface rehabilitation with native species upon area completion. Graphite dust monitoring is required quarterly at processing sites.

iv. Lithium

Operations within 2 km of any wetland, lake, or river require NEMC special authorization. Brine abstraction prohibited without a water authority permit. Lithium-bearing wastewater must be evaporated or treated before disposal.

v. Rare Earths

NORM site assessment is required before extraction by both NEMC and TAEC. Processing of NORM material requires TAEC authorization. Radioactive waste disposal through TAEC-licensed facilities only. Annual radiation dose monitoring for workers.

vi. Coltan / Tantalum

Artisanal coltan processing must not alter the river course or obstruct fish passage. Riverine rehabilitation required upon completion of each extraction area. No processing within protected forest areas or wildlife corridors.

vii. Vanadium

All processing must use closed systems with fume extraction. Vanadium-bearing waste water treated and tested before disposal. MSDS for all vanadium compounds required on-site. Workers undergo quarterly occupational health checks.

viii. Manganese**MANDATORY:**

- i. All workers in processing areas must wear N95 or higher at all times.
- ii. No open-air dry crushing without full enclosure and dust extraction.
- iii. Six-monthly neurological health screening for exposed workers.
- iv. Quarterly air quality monitoring (manganese dust levels) at processing sites.

ix. Titanium / Ilmenite

Coastal dune mining requires NEMC coastal zone authorization. Dune rehabilitation (recontouring plus revegetation with native coastal species) must commence immediately upon extraction completion.

Article 34 — Association Environmental Support

The Association shall: develop Swahili and English language environmental guidance booklets for each mineral in collaboration with NEMC and GSMT; negotiate group EIA services at bulk-discounted rates; organize at least two (2) environmental compliance workshops per zone per year; assign Field Officers to conduct two (2) free compliance advisory site visits per year per member; and recognize outstanding environmental performers with an annual Environmental Excellence Award and priority Fund access.

PART XII

DISPUTE RESOLUTION

Article 35 — Hierarchy of Dispute Resolution

35.1 Disputes shall be resolved through the five-level mechanism in sequence as provided in the by – laws;

35.2 Members must exhaust all internal remedies including Alternative Dispute Resolution (ADR) before resorting to external forums such as the Courts of Law.

35.3 Boundary disputes shall be treated as urgent. An expedited procedure involving the Zonal Coordinator and local Mining Commission officials shall be initiated within fourteen (14) days of the complaint. Pending resolution, both parties shall cease operations in the disputed area.

Section 36 — Election Petition Procedure

36.1 Any Full Member who believes an election result was unlawfully obtained may file an election petition with the Elections Committee within seven (7) days of results announcement for Executive Council elections and fourteen (14) days for Presidential elections.

36.2 A petition must: be in writing; identify the specific election challenged; state the grounds (procedural irregularity; ineligible candidate declared elected; evidence of vote-buying or intimidation; counting errors); and be accompanied by a petition fee of TZS 100,000 (Tanzania Shillings One Hundred Thousand Only). There shall be a waiver of such petition fees were supported by signatures of at least ten (10) Full Members.

36.3 The Elections Committee shall constitute a three-person Petition Hearing Panel within seven (7) days of receiving the petition: the Elections Committee Chairperson; one person appointed by the Executive Council who was not involved in the election; and one Full Member nominated by the petitioner who was not a candidate. The Panel shall convene within fourteen (14) days.

36.4 The Panel shall hear the petitioner and the respondent, examine documentary evidence, and issue a written ruling within seven (7) days of the hearing. The Panel may: dismiss the petition; order a recount; order a fresh election; or refer the matter to law enforcement if criminal conduct is found.

36.5 APPEAL: The Panel's ruling on a Executive Council election may be appealed to the Executive Council within seven (7) days; that decision is final. The Panel's ruling on a Presidential election may be appealed to the General Assembly within fourteen (14) days; that decision is final.

PART XIII

RESPONSIBLE SUPPLY CHAIN AND ENERGY TRANSITION POSITIONING

Article 37 — Supply Chain, Chain of custody and energy transition Positioning

Matters pertaining to supply chain framework, chain of custody documentation and Energy Transition Market Positioning shall be governed by the procedure set up in the by – laws unless provided otherwise in this constitution.

PART XIV

ELECTIONS AND GOVERNANCE INTEGRITY

Article 38 — Elections Committee

The Executive Council shall appoint an independent Elections Committee at least ninety (90) days before any Executive Council election and at least Six (6) months before a Presidential election. No Committee member shall be a candidate. The Committee shall prepare, oversees and supervise the following: -

- a) Voter roll preparation;
- b) Vetting and nomination of candidates, including Presidential nominations;
- c) Campaign supervision;
- d) Voting and votes counting;
- e) Results announcement; and
- f) Petition determination.
- g) The Elections Committee reports directly to the General Assembly.

Article 39 — Eligibility for Candidacy — Executive Council and Central Committee Positions

To contest any Executive Council or Central Committee election, a person must: be a Full Member in good standing for at least twelve (12) continuous months; be at least 21 years old; have paid all subscriptions and levies; have no serious Code of Conduct breach in the preceding three (3) years; have no criminal conviction for dishonesty in the preceding five (5) years; not be a paid employee of the Association; and not be an undischarged bankrupt.

Article 40 — Election Process

All elections shall be by secret ballot. The campaign period commences on publication of the final candidates' list and ends 48 hours before polling day. Vote-buying, intimidation, hate speech, and use of Association

resources for campaigning are prohibited and constitute Tier 3 disciplinary offences. Results shall be announced within 48 hours of close of polling. For Presidential elections, the campaign period commences minimum 60 days before polling day and results shall be announced within 48 hours.

Article 41 — Gender and Youth Inclusion

The Executive Council and Zonal Central Committee shall include a minimum of two (2) women representatives elected by female full members and one (1) youth representative elected by youth Full Members.

Article 42 — Data Protection

Members' information is classified as public, restricted, confidential, sensitive personal, and disciplinary records. All members' data is retained for membership duration plus five (5) years and even former member data is retained for seven (7) years after termination.

PART XV

AMENDMENTS OF CONSTITUTION, DISSOLUTION BOARD OF TRUSTEES

Article 43 — Amendment of the Constitution

This Constitution may be amended by a resolution passed by a two-thirds (2/3) majority of delegates present and voting at a duly convened General Assembly, provided that: thirty (30) days' written notice of the proposed amendment is given to all members, and any amendment affecting the Association's objects or financial provisions shall be notified to the Ministry of Minerals.

Article 44 — Dissolution

The Association may be dissolved by a resolution passed by a three-quarters (3/4) majority of all Full Members at a Special General Assembly convened for that purpose. Upon dissolution, all properties shall be kept under custody and supervision of the Registered Trustees of TACMA who will be responsible to settle liabilities if any, and the remaining assets shall be distributed to members or applied to charitable causes related to artisanal mining development in Tanzania; and the Ministry of Minerals, and all relevant authorities shall be notified in accordance with the Societies Act [CAP 337 R.E. 2002].

Article 45 — Board of Trustees

There shall be a Registered Trustees of TASCMA registered with RITA, which shall consist of not less than 2 members and not above 10 members. Board of Trustees members shall be proposed by the Central committee and confirmed by the Executive Council. Tenure for Board of Trustees Members shall be five years and can be re - appointed for indefinite terms.

45.1 Function of Board of Trustees

- a) To acquire and dispose property in the interest of Trustees beneficiaries
- b) To sue and be sued on behalf of the TASCMA
- c) To monitor usefulness of TASCMA funds and properties.
- d) To perform any activities as mandated under the Trustees and Incorporation Act, Cap 318

PART XVI

TRANSITIONAL PROVISIONS

Article 46 — Relationship to Prior Documents

46.1 Upon the Commencement Date, all available and existing documents are superseded and shall be archived, including the Tanzania Small Scale Copper Miners Society (TSSCMS) Memorandum of Understanding;

46.2 TASCMA operates as an independent Association under the Societies Act No. [CAP 337 R.E. 2002], distinct from any obligations arising under separate statutes.

Article 47 — Treatment of Existing TSSCMS Members

48.1 Any person who was a member of the TSSCMS prior to adoption of this Constitution is deemed a Provisional Member of TASCMA pending formal re-admission.

48.2 Former TSSCMS members shall have priority processing for Full Membership applications and application fees waived if they apply within six (6) months of the TASCMA Commencement Date.

48.3 Accumulated subscription credits from TSSCMS shall be recognized by the Executive Council and applied as partial payment of the first year's TASCMA subscription.

48.4 Any pending TSSCMS loan applications outstanding at commencement shall be processed under TASCMA rules.

48.5 Any TSSCMS disciplinary proceedings in progress at commencement shall be concluded under the rules of this Constitution, with the accused member having all rights set out in Section 30.

Article 49 — Interim Steering Committee

49.1 The ISC shall consist of a minimum of seven (7) founding members elected by the founding group at the Founding Declaration signing meeting.

49.2 The ISC shall serve from the Founding Declaration signing date until the election of the first Executive Council and President — no later than six (6) months after the TASCMA Certificate of Registration is issued.

49.3 ISC Authority: open a bank account; collect founding member fees; engage legal and registration services; recruit initial staff; prepare the Year 1 Operating Budget; convene the first General Assembly. The ISC may incur expenditure up to TZS 50,000,000 (Tanzania Shillings Fifty Million Only) in aggregate, with no single commitment exceeding TZS 10,000,000 (Tanzania Shillings Ten Million Only).

49.4 ISC Limitations: shall not enter into contracts extending beyond the date of the first General Assembly; shall not distribute any Association assets; and shall not make governance decisions binding on the Association beyond its mandate.

Article 50 — First Elections

50.1 First elections shall be conducted at the first General Assembly by an Interim Elections Committee of three (3) persons appointed by the ISC.

50.2 For the first Presidential election only: the cross-zone endorsement requirement is reduced to at least THREE (3) zones with a minimum of TEN (10) endorsing Full Members per qualifying zone.

50.3 For the first Executive Council election only: any founding member who signed the Founding Declaration shall be eligible to stand for any Executive Council position notwithstanding the 12-month membership requirement.

50.4 The first Executive Council shall serve a term of three (3) years. The first President shall serve a full seven (7) year term from the date of the first General Assembly.

PART XVII

THE TASCMA SSECRETARIET

Article 51 — The Secretariat

51.1 Governance and staffing procedure for TASCMA Secretariat shall be governed by the procedure set out in the by – Laws.

51.2 The Association shall maintain a professional Secretariat at its Headquarters in Dar es Salaam. The Secretariat is the permanent administrative and operational backbone of the Association.

51.3 The Secretariat shall be led by an Executive Secretary (also referred to as Secretary General), the chief professional officer. The Executive Secretary is appointed by a two-thirds majority of the Executive Council through an open competitive recruitment process, subject to the President's concurrence.

51.4 The Executive Secretary serves on a renewable five (5)-year fixed-term contract. The same person may serve a maximum of ten (10) consecutive years. Renewal requires a Executive Council performance appraisal by simple majority.

51.5 The Executive Secretary is accountable to the Executive Council and reports directly to the President. The Executive Secretary manages all Secretariat staff and Zonal Coordinators in day-to-day operations.

51.6 The Secretariat shall maintain: a Members Register; a Contracts Register; a Loans Register; a Disciplinary Register; a Compliance Certificates Register; and an Environmental Incidents Register.

PART XVIII

ADOPTION AND FOUNDING SIGNATURES

Article 52 — Adoption and Founding Members Recognition and Privileges

For the matter of Adoption of this constitution, recognition of Founding members and their rights to enjoy privileges set out in section 46 of this constitution, together with the purpose of historical remembrance, all founding members will be acknowledged for their names and signature be included in by – Laws of TASCMA.

PART XIX

BY – LAWS

Article 53 — Legality of by – Laws

For smooth running of TASCMA and execution of TASCMA constitution there shall be by – Laws made by Executive Council and adopted by General Assembly before coming into force. No by – Laws made shall go contrary to the constitution nor establish new matter (s) which is not provided in the constitution.