



The Tanganyika Law Society

The Bar Association Of Tanzania Mainland

INVESTMENT AND RESOURCE MOBILIZATION COMMITTEE **TERMS OF REFERENCE**

Type: Standing Committee, Advisory to the Governing Council

1. Establishment

- 1.1. This Committee is established by the Governing Council of the Tanganyika Law Society pursuant to section 17 of the TLS Act
- 1.2. The Committee shall be known as the Tanganyika Law Society Investment and Resources Mobilization Committee
- 1.3. The Committee shall be an advisory arm of the Governing Council on all matters relating to TLS investments and resources mobilization
- 1.4. The Committee's role shall be providing strategic direction and oversight of TLS investments, assets, and resources mobilization strategies

2. Membership

- 2.1. The number of committee members appointed by the Council to the Investment and Resources Mobilization Committee shall be at least seven
- 2.2. With the consent of the Council and depending with the nature of the assignment, the committee may co-opt a maximum of 5 additional individuals with relevant expertise in Investment and Resources Mobilization to join the committee
- 2.3. Such co-optees need not necessarily be members of the Tanganyika Law Society, they are co-opted only to complement the skills and knowledge of the TLS as required
- 2.4. For documentation and record keeping purpose, the committee shall be assisted by at least one person from the Secretariat who will be responsible for recording the proceedings of committee's meetings
- 2.5. Tenure of the Committee members shall be the same as the tenure of the Governing Council provided that the Governing Council shall have the mandate to change the member(s) of the Committee as deem fit.

3. Governance

- 3.1. The Investment and Resource Mobilization Committee shall operate in accordance with TLS Act, regulations, policies and Council's directives as prescribed from time to time

- 3.2. The committee shall report directly to the Governing Council of the Tanganyika Law Society and liaise closely with the Executive Director of the Law Society.
- 3.3. The Council shall have the powers to appoint the chairperson of the Committee from amongst members of the committee
- 3.4. The Vice Chair shall be elected at the first meeting of the Committee.
- 3.5. The Chair of the committee shall have the right to communicate committees' urgent matters of concern directly to the President of the Law Society or the Executive Director
- 3.6. The Council shall have the right to designate one person amongst members of the Governing Council to be present at all committee meetings
- 3.7. The Council representative in the Investment and Resources Mobilization Committee shall be entitled to notice of meetings of the committees to the same extent, and in the same manner as other members of the committee
- 3.8. The committee shall strive to reach decisions by consensus, with the absence of declared opposition
- 3.9. If a consensus cannot be reached, any member may call for a vote.
- 3.10. As a pre – requisite, a quorum has to be established with each member represented by only a single vote
- 3.11. Members with an actual or perceived conflict of interest are required to declare such conflicts and may be excluded from voting
- 3.12. Decisions shall be carried with a majority of voting participants
- 3.13. The Council member present at committee meeting shall have no right to vote in the committee's decision
- 3.14. If a committee member fails to attend three consecutive committee meetings without a valid reason, this may result in being disqualified from the Committee by the Council
- 3.15. Members who wish to resign can do so through written communication to the Chairperson of the Governing Council (the president of the Tanganyika Law Society) and the Chairperson of the Investment and Resource Mobilization Committee
- 3.16. The Council may at any time review, alter or revoke the composition or terms of reference of the Committee

4. Meetings

- 4.1. The committee shall convene the maximum of four ordinary meetings per calendar year
- 4.2. The committee meeting shall be held at least once every quarter of the calendar year
- 4.3. Special meetings or extra-ordinary meetings may be held to deliberate and consider particular issues of concern or interest to the Society
- 4.4. The quorum for meetings is 3 members of the committee
- 4.5. The committee's meeting will be held either through members in-person attendance, by teleconference/virtual or other agreed means
- 4.6. The Executive Director of TLS may attend meetings of the Committee to provide relevant information that may be required by the Committee
- 4.7. The Secretary of the committee from TLS Secretariat will be present in the

committee meetings to document and ensure all meetings proceedings are properly recorded and signed

- 4.8. The committee shall maintain signed minutes of its meetings
- 4.9. The Chairperson of the committee is responsible for ensuring that accurate minutes are maintained of each meeting and that a signed copy of the most recently adopted minutes are held by the Executive Director's Office
- 4.10. At each ordinary Council meeting, the committee shall provide the Council with minutes and quarterly written report of any work which they have carried out
- 4.11. This report must be submitted to the Executive Director Office no later than 10 days (where possible) before a Council meeting in order to facilitate the timely distribution of Council papers.
- 4.12. The minutes of the committee will be made available to the Council to which it will report in whatever manner is deemed most convenient and appropriate
- 4.13. The committee shall have the authority to obtain external professional advice and invite experts to attend meetings if it considers it necessary within its Terms of Reference
- 4.14. All recommendations of the committee shall be subject to Council's approval
- 4.15. Proceedings of the committee are confidential and a member shall not, without the consent of the Council, disclose confidential information obtained by that member in the course of their duties
- 4.16. Issues arising at any meeting shall be determined by a majority of votes of the members present, and when there is an equality of votes, the Chairperson shall have a second or casting vote

5. Scope of Work

- 5.1. The scope and functions of Investment and Resource Mobilization Committee are set out below;
 - (a) Provide oversight of TLS investment and resources mobilization portfolio on behalf of the Governing Council
 - (b) Assess, consider and recommends to the Governing Council proposals for investment and resources mobilization
 - (c) Establish a detailed investment policy and strategy which set out the investment objectives, risk tolerance, liquidity requirements, and operational arrangements for implementation, monitoring and reporting
 - (d) Establish a detailed resources mobilization policy and strategy which set out the resources mobilization objectives and operational arrangements for implementation, monitoring and reporting
 - (e) Review progress of approved investment and determine whether TLS is able to deliver investment and resources mobilization objectives within acceptable level of risks as outlined in TLS Investment and Resources Mobilization Policy, TLS Investment and Resources Mobilization Strategy and TLS Risk Management Policy
 - (f) When assessing and considering investment proposals, the Committee

shall have regard to any due diligence that has been undertaken

5.2. Responsibilities of the Committee

5.2.1. Specifically, the committee shall be responsible for the following functions;

5.2.1.1. Resources Mobilization

- a) Provide strategic direction and oversight in TLS resources mobilization activities
- b) Review, draft, amend and implement the Terms of Reference of the Investment and Resources Mobilization Committee for approval by the Governing Council
- c) Develop, review and recommends to the Governing Council TLS Resources Mobilization Policy and Strategy
- d) Ensure TLS Resources Mobilization Policy and Strategy is operationalized
- e) Conduct a comprehensive analysis of potential donors worldwide based on donor strategic area of interest (geographic interest), thematic area for funding
- f) Based on the analysis above, explore the viability of TLS securing funding and forging partnership with the potential donors from donors
- g) Based on the analysis above, develop a plan to engage existing and new partners among relevant stakeholders in an effort to mobilize resources
- h) Recommend to the Council strategies to develop and maintain strategic partnerships and engagement with key donors
- i) Build and manage relationships with potential funders, including but not limited to the Private Sector, Public Sector, Donors, Bar Associations, TLS Members, Philanthropists etc. with the aim of securing resources
- j) Represent TLS in meetings and events relating to resources mobilization
- k) Report to TLS Ex-Com and the Governing Council as required
- l) Assess resources mobilization and funding gaps and recommend to the Council strategies to address the identified gaps
- m) Develop fundraising master plan and submit to the Council for approval
- n) Approve Secretariat fundraising and resources mobilization activities

5.2.1.2. Investment

- a) Provide strategic direction and oversight in TLS investment activities
- b) Review, draft, amend and implement the Terms of Reference of the Investment and Resource Mobilization Committee for approval by the Governing Council
- c) Develop, review and recommends to the Governing Council TLS Investment Policy and Strategy and submit to the Governing Council for approval
- d) Ensure TLS Investment Policy and Strategy is operationalized
- e) Assess TLS investment strategies, annual investment plan and risk
- f) Review and recommends to the Council TLS long-term investment priorities in line with investment objectives set out in TLS investment policy
- g) Monitor TLS investments to assess the appropriateness of the investment strategy, and recommend changes to the Council as appropriate;

- h) Monitor whether investment performance meet performance expectations relative to projected performance and TLS investment objectives
- i) Monitor risk exposure for various investment and assets classes, and guide the Governing Council on corrective action
- j) Report to the Council at regular intervals on investment performance in comparison to relevant benchmarks as the Council may select (either directly or via investment experts)
- k) Report on areas of risk within the investment strategy;
- l) Ensure that investments are made in accordance with the strategy and related asset allocation limits
- m) Consider the appointment of the external Investment Managers and associated investment fees
- n) Monitor investment performance including the performance of external Investment Managers, to ensure that returns are within acceptable limits;
- o) Consider and if appropriate approve any specific investments in excess of asset allocation limits, subject to scope agreed with the Governing Council, and prohibiting other classes of investment (on ethical grounds for example)
- p) Carry out any other related function as delegated by the Council

6. Review of Terms of Reference

6.1. The Terms of Reference of the Committee shall be reviewed at least annually by the Committee and approved by the Governing Council

7. Secretariat Support

7.1. The Committee will be assisted by Resource Mobilization Officer who will be the Secretary to the committee