

TERMS OF REFERENCE (ToR)

Consultancy Services for the Review of the Tanzania Midwives Association Constitution

1. Assignment Summary

Organization	Tanzania Midwives' Association (TAMA)
Assignment	Review and revision of the TAMA Constitution
Period	September–November 2026; limited adoption support during the 2027 AGM/IDM, if required
Fee ceiling	Subject to procurement, negotiation and contract
Oversight	Constitution Review Committee, with institutional oversight by the Deputy General Secretary and coordination by the Planning and Operations Manager

2. Background and Rationale

TAMA, established in 1992, advances the midwifery profession, professional development, member welfare and quality midwifery care in Tanzania. Its Constitution is the Association's principal governance instrument. TAMA therefore seeks an independent consultant to lead a participatory, legally informed review and produce a clear, coherent and implementable revised Constitution.

3. Purpose and Objectives

Overall objective: To produce a legally compliant, inclusive and implementable TAMA Constitution that strengthens institutional governance, clearly allocates authority and accountability, safeguards members' rights and interests, and supports transparent decision-making, organizational sustainability and effective delivery of TAMA's mandate.

Specific Objectives

1. Strengthen the capacity of the Constitution Review Committee to effectively guide, oversee and support the constitutional review, validation, adoption and implementation process.
2. Review the current Constitution and related governance instruments to identify legal, structural, operational and implementation gaps.
3. Assess compliance and alignment with applicable Tanzanian laws, registration requirements, professional standards, TAMA's strategic direction and good-governance principles.



4. Undertake meaningful consultations with members, branches, elected leaders, trustees, staff and selected stakeholders, ensuring diverse and inclusive participation.
5. Clarify provisions governing membership, branches, institutional organs, leadership mandates, elections, tenure, succession, meetings, quorum, decision-making and delegation of authority.
6. Strengthen provisions on financial stewardship, accountability, conflicts of interest, ethics, discipline, dispute resolution, safeguarding, inclusion, amendments and dissolution.
7. Prepare, validate and finalize a coherent revised Constitution, supported by a change matrix and practical recommendations for approval, adoption, transition and implementation.

4. Scope and Methodology

The consultant will use a practical, participatory and evidence-based approach, agreed at inception, covering:

- **Inception and design:** agree the methodology, workplan, consultation framework, document requirements, review criteria, communication arrangements and quality-assurance process.
- **Desk, institutional and legal review:** examine the current Constitution, policies, strategic documents, meeting records and relevant laws, regulations and registration obligations; benchmark suitable governance practices from comparable professional associations.
- **Governance diagnosis:** assess institutional purpose and values; membership categories, rights and obligations; branch relations; powers and composition of governance organs; office-bearer roles; elections, tenure and succession; meetings and decisions; finance and audit; ethics, discipline, conflicts, disputes, inclusion, amendments and dissolution.
- **Stakeholder consultation:** conduct targeted interviews, focus discussions, questionnaires or workshops with leadership, trustees, branches, members, staff, legal expertise and selected partners. The consultant shall document participants, issues raised, differing views and agreed directions.
- **Gap analysis and drafting:** prepare a provision-by-provision change matrix showing the current text, issue, proposed revision, rationale, legal basis and implementation implication; produce a clear draft using consistent definitions, numbering, authority lines and cross-references.
- **Validation and finalization:** facilitate technical review and validation, maintain a comments-and-decisions log, identify matters requiring formal governance determination, and submit clean and marked-up final versions.
- **Adoption support:** prepare a concise presentation, summary of key reforms, transition considerations and guidance for approval and initial implementation.

5. Expected Results

- A shared, evidence-based understanding of weaknesses and priority reforms in the current Constitution.

- A revised Constitution that is lawful, internally consistent, inclusive, practical and aligned with TAMA's mandate and structure.
- Clearer roles, accountability mechanisms and procedures for leadership, branches and members.
- Documented stakeholder inputs and transparent decisions supporting institutional ownership and adoption.

6. Deliverables

No.	Deliverable	Required content
1	Inception report	Approved methodology, workplan, consultation framework, review criteria and data-collection tools.
2	Gap-analysis package	Legal and institutional review, consultation findings and a change matrix showing issues, recommendations and rationale.
3	First draft revised Constitution	Clean draft and marked-up version showing substantive amendments and internal cross-references.
4	Validation package	Presentation, stakeholder comments, decisions log and revised draft Constitution.
5	Final package	Final clean and marked-up Constitution, concise final report, change summary and adoption or transition materials.

7. Reporting and Oversight

The Constitution Review Committee will provide technical oversight, confirm policy directions, review outputs and recommend the final draft through TAMA's authorized governance processes. The Deputy General Secretary will provide institutional oversight. Outputs will be accepted based on completeness, legal and institutional accuracy, consistency, clarity, responsiveness to agreed comments and timely submission. The consultant remains responsible for confidentiality, independence, professional quality, accurate documentation and correction of deficiencies at no additional professional fee. Final constitutional decisions and approval remain exclusively with TAMA's authorized organs.

8. Required Experience and Competencies

- Advanced degree in Law, Governance, Public Administration, Organizational Development, Social Sciences or a related field.
- At least five years' relevant experience in constitutional or bylaw review, legal drafting, governance or institutional development.
- Demonstrated work with professional associations, membership organizations or NGOs in Tanzania.
- Sound knowledge of Tanzanian legal and institutional requirements and strong analytical, drafting, facilitation and stakeholder-engagement skills.



- Excellent written and spoken English and Swahili; firms should identify a qualified lead and appropriate legal expertise.

9. Payment Modality

Payments will be made against satisfactory completion and written acceptance of deliverables: 20% upon approval of the inception report; 30% upon acceptance of the gap analysis, change matrix and first draft Constitution; 25% upon completion of validation and acceptance of the revised draft; and 25% upon acceptance of the final Constitution and all supporting materials. The financial proposal shall state professional fees, taxes and reimbursable costs separately. Statutory deductions will apply, and no payment will be made for incomplete or unapproved outputs.

10. Logistics and Services

TAMA will facilitate access to relevant institutional records and approved stakeholders and will coordinate agreed review or validation meetings. The consultant will provide all routine equipment, communication, printing, transport and administrative support needed for the assignment unless otherwise agreed in writing. All assignment-specific data, tools, analyses, drafts and reports will become TAMA property upon payment. The consultant shall maintain confidentiality, protect personal information and disclose any actual or potential conflict of interest.

11. Timeline

The assignment will be completed over approximately **eight weeks** from contract signing, subject to timely access to documents, stakeholders and feedback.

Activity	Indicative period
Inception, document collection and detailed work planning	Week 1
Desk review, legal analysis and stakeholder consultations	Weeks 2–3
Gap analysis and preparation of the first draft Constitution	Weeks 4–5
Technical review, validation and revision	Weeks 6–7
Finalization and submission of all outputs	Week 8

12. Application Procedure

Interested consultants or firms shall submit separate technical and financial proposals. The technical proposal should include understanding of the assignment; proposed methodology and consultation approach; detailed workplan; proposed team composition and roles; updated CVs; and evidence of at least three comparable assignments. The financial proposal shall provide a complete cost breakdown, including taxes and any reimbursable expenses. Applications shall be submitted by the deadline and through the address email massaeagnes@gmail.com; info@tama.co.tz with the subject line: “**CONSULTANCY FOR THE REVIEW OF THE TAMA CONSTITUTION.**” Late or incomplete submissions may not be considered.