

Tanzania

## Muhimbili National Hospital Act

### Chapter 150

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# Muhimbili National Hospital Act

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# Tanzania

## Muhimbili National Hospital Act

### Chapter 150

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*[G.N. No. 290 of 2000; Acts Nos. 5 of 2000; 5 of 2002]*

**An Act to establish the Muhimbili National Hospital, to repeal the Muhimbili Medical Centre Act, 1976, to make transitional provisions on such repeal and for other related matters.**

### Part I – Preliminary provisions (ss. 1-2)

#### 1. Short title

This Act may be cited as the Muhimbili National Hospital Act.

#### 2. Interpretation

In this Act, unless the context requires otherwise—

"**assets**" includes all property movable or immovable and all assets, easements and rights whether equitable or legal in, to or out of property, choses-in-action, money and goodwill;

"**Board**" means the Board of Trustees established by [section 6](#);

"**Committee**" means the Transition Management Committee established by [section 28](#);

"**Executive Director**" means the Chief executive of the Hospital appointed under [section 8](#);

"**former centre**" means the Muhimbili Medical Centre established under the Muhimbili Medical Centre Act<sup>1</sup>;

"**Hospital**" means the Muhimbili National Hospital established by this Act;

"**liabilities**" means liabilities debts, charges and obligations of every description whether present or future, actual or contingent and whether payable to be observed or performed in the United Republic or elsewhere;

"**Minister**" means the Minister responsible for health;

"**rights**" means all rights, powers, privileges and immunities, whether actual, contingent or prospective;

"**University**" means the Muhimbili University College of Health and Allied Sciences established under the Muhimbili University College of Health Sciences Act<sup>2</sup>;

<sup>1</sup>

Act [No. 17 of 1976](#)

<sup>2</sup>

"vesting date" means the date on which assets and liabilities to which the former Centre was entitled or subject to, are transferred to and vested in the Hospital or the University.

## **Part II – The Establishment of the Muhimbili National Hospital (ss. 3-5)**

### **3. Establishment of the Hospital**

- (1) There is hereby established an autonomous institution to be known as the Muhimbili National Hospital.
- (2) The Hospital shall be a body corporate and shall—
  - (a) have perpetual succession and an official seal;
  - (b) in its corporate name, be capable of—
    - (i) suing and being sued;
    - (ii) taking, purchasing or otherwise acquiring, holding, charging and disposing of property, movable or immovable; and
    - (iii) entering into contracts and doing and performing all other things or acts for the proper performance of its functions under this Act or any other written law which may lawfully be done or performed by a body corporate.

### **4. Functions of the Hospital**

- (1) The functions of the Hospital shall be to—
  - (a) assume responsibility for the control and management of any other hospital as may be vested in the hospital under this Act or any other written law;
  - (b) undertake medical care of out-patients and in-patients in accordance with medical ethics;
  - (c) stimulate and promote programs for the improvement or advancement of health and general welfare of the people of the United Republic;
  - (d) assist the Government and other public organizations or institutions in the formulation, implementation, review and revision of health education programs for the benefit of members of the public;
  - (e) equip and manage the hospital as a national consultant and teaching hospital;
  - (f) provide services of a kind normally provided by consultants and teaching hospitals;
  - (g) act as a national referral hospital;
  - (h) make provision for places and centers of learning, education, training and research in medical science and any other related subjects as the Board may, from time to time, decide;
  - (i) carry out programs for the training of health personnel as may, from time to time, be assigned to the hospital on the direction of the Government;
  - (j) provide conducive environment and facilitate the training of health personnel by universities of health and allied sciences or any other health training institution;
  - (k) prepare students for such examinations as may be conducted by relevant competent authorities in respect of subjects included in training programs carried out by the hospital under subparagraph (i);

- (l) provide advisory, consultancy and other services to the Government, organisations and individuals with respect to the orderly development of medical services, health and general welfare amenities in the United Republic;
  - (m) undertake, either alone or in association with any other person or body of persons within or outside the United Republic, the development or production of pharmaceuticals reagents, medical instruments and equipment;
  - (n) provide diagnostic services and services connected with the repair and maintenance of hospital and laboratory equipment;
  - (o) assist the Government and other public institutions in the formulation and carrying out of measures connected with quality assurance of health services;
  - (p) conduct health research and kindred matters; and
  - (q) perform such other functions as are conferred upon the Hospital by or under this Act or any other written law.
- (2) In the performance of its functions, the Hospital shall enter into contracts or memorandum of understanding with other hospitals, colleges or institutions of health sciences for organising teaching and research activities and integrating them with clinical work.
- (3) The Board shall abide by any terms and conditions of service agreement which it may enter between itself and the Government, regarding the discharge of the functioning of the Hospital.
- (4) Without prejudice to the generality of subsection (3), the terms and conditions of service agreement may include—
- (a) mechanisms for determining the amount for the block grants;
  - (b) modalities of administration of the specified hospital;
  - (c) development and running of health programs, consultancies, research, projects etc;
  - (d) providing for effective quality assurance of service; and
  - (e) providing funds for development expenditure of the Hospital.
- (5) The Hospital shall be granted a right of occupancy over the land over which a specified hospital exists upon such terms and conditions set out in the relevant laws.
- (6) Until a right of occupancy is granted, it shall be lawful for the Hospital to exercise in relation to the land over which a specified hospital exists all the rights necessary for the performance of its functions which the owner of a right of occupancy may lawfully exercise over land comprised in a right of occupancy granted to him, and the fact that no right of occupancy has been granted to the Hospital shall not affect the validity of anything done or omitted *bona fide* by any person in the execution or purported execution of his duties under this Act.
- (7) No fee or duty shall be charged or payable in respect of the issue to the Hospital of a certificate in respect of a right of occupancy granted in accordance with this section.
- (8) The Board may enter into a memorandum of understanding which shall be mutually negotiated, agreed upon and signed between the Hospital and any other body hospital, institution or organisation whereby the Hospital and respective body as the case may be, shall agree on the terms and conditions of managing or handling affairs or matters of mutual interest especially related to the handling of patients which may benefit or may be of concern to the respective organisations.
- (9) Without prejudice to the generality of subsection (8), the terms and conditions of the memorandum of understanding depending on the nature of the institution, college, hospital or university as the case may be shall include—
- (a) modalities by the Hospital to the respective organizations to avail the academic members of staff to the Hospital for rendering services to patients in the Hospital;

- (b) modalities by the Hospital to the respective organizations to avail the Hospital for teaching and research purposes;
- (c) agreement on the use, funding and management of facilities which by their character or actual use must be shared between the hospital and respective organizations;
- (d) agreement on methods of amicable settlement and resolution of disputes that may arise between the Hospital and respective organizations; and
- (e) provisions for a coordinating committee or committees for the coordination of affairs or matters of mutual interest, benefit or concern to the Hospital and respective organizations.

## 5. Control and management

- (1) The control and management of the Hospital is hereby vested in the Board.
- (2) The Minister, after consultation with the Board, by notice published in the *Gazette*, vest in the Hospital the control and management of any other hospital.

## Part III – Administration (ss. 6-12)

## 6. The Board of Trustees

- (1) There shall be a Board of Trustees of the Hospital.
- (2) The provisions of the Schedule to this Act shall have effect as to the composition of the Board, the tenure of office of its members, termination of their appointment, the proceedings of the Board and other matters in relation to the Board and its members.
- (3) The Minister may, by notice published in the *Gazette*, amend, vary or replace all or any of the provisions of the Schedule.

## 7. Powers and duties of the Board

- (1) Subject to the provisions of this Act, the management and control of the Hospital shall be vested in the Board.
- (2) In particular and without prejudice to the generality of subsection (1), the Board shall have power to—
  - (a) administer the properties of the Hospital, both movable and immovable;
  - (b) administer the funds investments and assets of the Hospital;
  - (c) signify the acts of the Hospital by use of the official seal;
  - (d) receive fees, grants, donations, gifts and other monies on behalf of the Hospital and to make disbursements to other persons or bodies of persons or department, divisions or sections of the Hospital;
  - (e) appoint, settle the terms and conditions of service or terminate the appointment of senior staff including the Executive Director, Directors, division heads and other employees of the Hospital as it may deem necessary;
  - (f) establish departments or divisions or disestablish any one or more of them as it may deem necessary;
  - (g) determine and set up Hospital policies, approve the Hospital business strategies and annual plans and monitor and review their implementations;
  - (h) monitor and supervise performance;



- (i) ensure the financial viability of the Hospital;
- (j) ensure that the Hospital services are responsive to the priority needs for hospital care of the people it serves and ensure the provision of providing equitable access to care;
- (k) ensure the Hospital is fulfilling the teaching and research requirements of health and allied sciences institutions of training;
- (l) ensure the Hospital meets its responsibilities to the Ministry of Health;
- (m) decide on conditions of service and employment packages for the staff of the Hospital and to approve staff establishment and staff development plans prepared by the management within the financial resources of the Hospital;
- (n) decide the Hospital's financial policies, consider and approve the annual budget submitted by the management and monitor and review financial statements, authorize major expenditure and appoint independent auditors for the Hospital;
- (o) enter into contracts or memorandum of understanding with the Ministry of Health, individuals and other organizations or institution for the better carrying out of the provisions of this Act;
- (p) ensure that reporting requirements of the Ministry of Health are met;
- (q) provide guidance and expert advice to the Hospital management;
- (r) approve hospital service regulations within the parameters of the minimum Ministry of Health's requirements;
- (s) monitor and promote standards and quality of hospitals services by taking active interest in the welfare of patients and promotes medical ethics at all levels in the Hospital;
- (t) establish committees which it considers necessary to fulfil its responsibilities;
- (u) make recommendations to the Minister for his approval of sitting allowances for Board or any of its committees; and
- (v) do any such act or thing which is necessary for the better carrying out of its functions or as directed by the Minister or as provided in this Act.

## 8. Executive Director

- (1) There shall be an Executive Director of the Hospital who shall be appointed by the Board and shall be responsible for the general conduct of the day to day operations, management and functions of the Hospital and for any other duties as assigned by the Board.
- (2) The Executive Director shall be appointed from among persons who possess the necessary qualifications, experience and competence to manage efficiently and effectively the affairs of the Hospital in accordance with modern management standards and he shall hold office on such terms and conditions of service as the Board may specify.
- (3) For the purposes of assisting the Board to select the best candidate for appointment of the Executive Directors, a Committee of the Board appointed for that purpose, shall submit to the Board a short list of candidates who submit their applications for that office under an open and competitive system together with an objective assessment of the suitability of each candidate and the Board shall, from that short list, appoint the candidate.
- (4) The Executive Director shall hold office for three years and shall be eligible for re-appointment.
- (5) The Board may terminate the appointment of the Executive Director for—
  - (a) misconduct;

- (b) failure or inability to perform the functions of his office arising from infirmity of body or mind; or
  - (c) incompetence.
- (6) The Executive Director may appeal to the Minister against any decision or disciplinary action in respect to the termination of his appointment.
- (7) The Executive Director shall be the chief executive officer of the Hospital and shall exercise any other functions as the Board may consider necessary to delegate to him to enable him transact all the day to day business of the Hospital, and in particular, but without prejudice to the generality of the foregoing and subject to any directions given by the Board, the Executive Director shall have power to exercise supervision and control over acts and proceedings of all employees of the Hospital and subject to any restrictions that may be imposed by the Board he shall have power to dispose of all questions relating to the terms and conditions of the service of the employee of the Hospital.
- (8) In the exercise of the powers vested in him by this section or delegated to him by the Board, the Executive Director shall comply with any direction of policy or of a general nature given to him by the Board and shall not, without the prior approval of the Board, whether given generally or specifically, depart or permit departure from the approved establishment of the Hospital or the normal procedures for dealing with a particular matter.

## **9. Staff and other employees**

Subject to the provisions of this Act, the Board may, from time to time, appoint at such salaries and upon such terms and conditions as it may consider fit, the staff and other employees of the Hospital as the Board may consider necessary for the proper and efficient conduct of the business and activities of the Hospital.

## **10. Superannuation benefits**

The Board may—

- (a) grant gratuities or other retirement allowances or benefits to the employees of the Hospital;
- (b) establish and contribute to a superannuation fund for the employees of the Hospital;
- (c) require any employee of the Hospital to contribute to any superannuating fund so established and fix the amounts and method of payment of the contribution.

## **11. Directorates, departments or divisions of the Hospital**

- (1) There shall be such number of departments or divisions of the Hospital as the Board may from time to time determine.
- (2) Each directorate shall operate as a semi autonomous cost centre.
- (3) The Board may empower directorates, divisions, departments or any organisation in the hospital to operate as cost centres.
- (4) All heads of departments of the Hospital shall form a committee to be known as the Hospital Executive and each head of department shall individually be responsible for the specific function of his respective department including giving support and supervise division heads under his department.
- (5) The Executive Director shall be the Chairman of the Hospital Executive.
- (6) The heads of departments shall be appointed by the Board and shall be answerable to the Executive Director in the exercise of their functions.

- (7) The Hospital Executive shall have power to—
- (a) support the Executive Director in fulfilling his role and responsibilities by ensuring that policies, plans and decision of the Board are executed;
  - (b) provide skilled and energetic leadership in order to fulfil the goals and vision of the Hospital;
  - (c) oversee the management and delivery of hospital services in accordance with the policies of the Board and Ministry's protocols and standards;
  - (d) support and supervise division heads by ensuring that they have the necessary authority and capacity to manage their divisions and shall also hold division heads fully accountable for the performance of their divisions and in deciding on the award of incentives, disincentives, discipline and termination;
  - (e) ensure proper financial management including preparation of the departmental budgets and decision making on the expenditure within the approved budget;
  - (f) prepare and recommend plans, policies or guidelines for the consideration of the Executive Director and the Board;
  - (g) recommend the overall staff establishment in collaboration with division head and propose organizational structure for the Executive Directors approval and transmission of the same to the Board;
  - (h) make proposals to the Executive Director on matters relating to the conduct of the business and activities of the Hospital; and
  - (i) perform such other functions as may be delegated to it by the Executive Director or conferred upon it by regulations made under this Act.
- (8) The Hospital Executive shall meet at least once a week or at any direction of the Executive Director and shall report on all its functions and actions to the Executive Director.

## 12. Discipline

Notwithstanding any provision to the contrary in the Public Service Act<sup>3</sup>, or in any other written law—

- (a) the Board shall be the disciplinary authority and the Minister the final appellate authority in relation to the Executive Director and other Directors;
- (b) the Executive Director shall be the disciplinary authority and the Board the final appellate authority in relation to division heads of the Hospital;
- (c) the head of department shall be the disciplinary authority and the Board the final appellate authority in relation to all other employees of the Hospital.

## Part IV – Financial provisions (ss. 13-19)

### 13. Funds and resources of the Hospital

The funds and resources of the Hospital shall consist of—

- (a) any sums which may be provided for the purposes of the Hospital by Parliament;
- (b) any funds or assets which may vest in or accrue to the Hospital from other sources by way of fees, grants, gifts or in any other way;
- (c) moneys received by the Hospital for goods or services rendered by the Hospital;

- (d) any sums which the Board may, borrow for the purposes of the Hospital;
- (e) any sum or property which may in any manner become payable to or vest in the Hospital.

#### 14. Block grants

- (1) There shall be payable to the Hospital by way of block grants from the public revenue of the United Republic monies which shall not be tied to any specific items of expenditure and when the payment is issued, there shall be no further authorization other than the authorization which the Minister responsible for finance determines as being the cost to be incurred by the Hospital for the betterment of its functions.
- (2) Subject to subsection (1), the amount that is paid to the Hospital may be by way of conditional or unconditional block grant.

#### 15. Annual estimates

- (1) At least two months before the commencement of each financial year, the Executive Director with the assistance of the Hospital Executive shall prepare or cause to be prepared for the approval of the Board, annual estimates of the revenue and expenditure of the Hospital for the ensuing financial year.
- (2) The Board shall, before the commencement of each financial year, consider and approve, subject to such modifications, and amendment as it may consider appropriate, the estimates prepared in accordance with subsection (1).
- (3) The annual estimates shall contain provision for all the estimated expenditure during the ensuing financial year and in particular for—
  - (a) the payment of salaries, allowances, travel and other charges in respect of staff of the Hospital;
  - (b) the payment of costs of materials, equipment and other charges in respect of services, training, research and consultancy;
  - (c) the payment of allowances, fees and expenses in respect of members of the Board and any other person as it may deem necessary and appropriate;
  - (d) the payment of pensions, gratuities and other charges in respect of retiring benefits which are payable out of the funds of the Hospital;
  - (e) the construction, improvement, maintenance and replacement of any building or other immovable properties of the Hospital;
  - (f) the proper maintenance and replacement of the furniture and equipment of the Hospital; and
  - (g) the creation of such reserve funds to meet future contingent liabilities as the Board may think fit.
- (4) No Hospital expenditure shall be incurred except in accordance with the provisions of the annual estimates or in accordance with the provisions of any supplementary estimates approved by the Board.
- (5) A copy of the annual estimates and of every supplementary estimate, if any, shall immediately upon the approval of such annual estimates or, as the case may be, the supplementary estimates, by the Board, be forwarded to the Minister.

## 16. Investment

The Board may, from time to time, invest any part of the moneys available in any funds of the Hospital in investments authorized by the Trustee Investments Act<sup>4</sup>, for the investment of any trust fund.

## 17. Powers of the Board to borrow money

The Board may, from time to time borrow moneys for the purposes of the Hospital by way of loan or overdraft, and upon such security and such terms and conditions relating to repayment of the principal and payment of interest as the Board may consider fit.

## 18. Accounts and audit

- (1) The Board shall cause to be kept proper books of accounts and shall, within and not later than six months after the end of each financial year caused to be prepared—
  - (a) a statement of income and expenditure during such financial year;
  - (b) a statement of the assets and liabilities of the Hospital on the last day of that financial year, to be submitted to and audited by a competent firm of authorized auditors appointed by the Board; and
  - (c) any other such statements as may be required by any written law.
- (2) Copies of the statement referred to in subsection (1) and a copy of the auditor's report if any, shall be submitted to the Minister together with a report on the activities of the Hospital during that financial year.

## 19. Laying of reports to the National Assembly

The Minister shall cause to be laid before the National Assembly as soon as may be practicable, and in any case not later than twelve months after the close of each financial year, the following—

- (a) copies of the statement referred to in subsection (1)(a) of [section 18](#);
- (b) a copy of the auditor's report; and
- (c) a copy of the Boards report.

## Part V – Miscellaneous provisions (ss. 20-24)

## 20. Remuneration of members of the Board

The members of the Board shall be entitled to such remuneration, fees or allowances for expenses as the Minister may, upon the recommendation of the Board, prescribe from time to time.

## 21. Committees of the Board

- (1) The Board may, from time to time, by writing under the official seal of the Hospital, appoint Committees of the Board and delegate, subject to such terms, conditions and restrictions as it may specify, to any committee of the Board or to any employee of the Hospital, all or any of the functions, powers or duties conferred or imposed by or under this Act on the Board and where any delegation is so made the delegated function, power or duty may be performed or exercised by the delegate subject to the terms, conditions and restrictions specified by the Board.

- (2) A delegation under subsection (1) may be made to the holder of an office of the Hospital specifying the office but without naming the holder, and in every case where a delegation is so made each successive holder of the office in question and each person who occupies or performs the duties of that office may, without any further authority, perform or exercise the delegated function, power or duty in accordance with the delegation made by the Board.
- (3) The Board may revoke a delegation made by it under this section.
- (4) No delegation made under this section shall prevent the Board from itself performing or exercising the function, power or duty delegated.
- (5) A delegation made under this section may be published in the *Gazette*, and upon its being so published shall be judicially noticed and shall be presumed to be in force unless the contrary is proved.
- (6) The Board shall not have power under this section to delegate—
  - (a) its power of delegation; or
  - (b) the power to approve the annual budget or any supplementary budget, the annual balance sheet or any statement of accounts.

## 22. Minister may give directions to the Board

The Minister may give directions of a general or specific character, to the Board that directions shall be consistent with the purposes and provisions of this Act as to the performance by the Board of any of its functions under the Act and the Board shall give effect to every direction given by the Minister.

## 23. Liability of members of the Board

No act or thing done, or omitted to be done, by any person who is a member of the Board or employee or agent of the Hospital shall, if done or omitted *bona fide* in the execution or purported execution of his duties as a member of the Board or employee or agent of the Hospital, subject that person to any action, liability of demand of any kind.

## 24. Regulations

- (1) With the consent of the Minister the Board may make regulations for the better carrying out of the purposes and provisions of this Act, and without prejudice to the generality of this section, it may make regulations—
  - (a) prescribing the conditions and terms upon which any specified facilities or services or categories of facilities or services within the scope of the functions of the Hospital shall be provided to members of the public and other persons;
  - (b) fixing the fees, rates and other charges for or in connection with the provision by the Hospital of any facilities or services;
  - (c) providing for the proper management, control and administration of the Hospital;
  - (d) providing for and regulating discipline amongst employees and of the Hospital and disciplinary proceedings against them;
  - (e) prescribing anything which may be prescribed under this Act; and
  - (f) providing for any matter which, in the opinion of the Board, is necessary to provide for the efficient performance of the functions of the Hospital.
- (2) Regulations made under this section shall be published in the *Gazette* and where the regulations made are not of general application the Board may, in addition to or in lieu of publication in the *Gazette*, publish the regulations in such manner as will, in the opinion of the Board, ensure the

contents of the regulations coming to the notice of the persons or categories of persons in respect of which they apply and of the members of the public who might be affected by the regulations.

## **Part VI – Repeal, vesting and transitional provisions (ss. 25-32)**

### **25. Dissolution of the former centre**

With effect from the date of commencement of this Act, in this Act referred to as the vesting date, the former centre shall be deemed to have been dissolved.

### **26. Vesting of assets and liabilities**

- (1) Consequent upon the dissolution of the former centre all assets and liabilities to which the former centre was entitled or subject, immediately before the vesting date shall, by virtue of this section and without further assurance—
  - (a) in respect of hospital services, be transferred to and vest in the Hospital;
  - (b) in respect of educational and academic matters of the former centre, be transferred to and vest in the University.
- (2) The Minister shall within not more than twelve months from the vesting date and upon advice by the Committee, by notice published in the *Gazette*, determine the assets and liabilities allocated to the Hospital and the University respectively.
- (3) Every person who, immediately before the vesting date, was managing the affairs and business of the former centre shall, upon and after the vesting date do all things that are necessary or desirable, subject to such directions as the Committee may give, for the effectual vesting in accordance with this Act of the assets and liabilities of the former centre subsisting immediately before the vesting date.
- (4) Where before the vesting date any person who was responsible for the management of the affairs and business of the former centre does or purports to do any lawful act in relation to the assets and liabilities of the former centre which if done after the vesting date would be necessary or desirable for the more effectual vesting of the assets and liabilities of the former centre in the Hospital and the University, such lawful act shall be deemed to have been done under this Act and its performance by that person shall not be called into question in any court by reason only of that act having been done before the vesting date.
- (5) Notwithstanding the preceding provisions, no person shall, after the coming into operation of this Act, but before the vesting date, transfer or enter into any transaction which might, on or after the vesting date, result in the transfer of any of the assets of the former centre in any manner other than that provided for by this Act.
- (6) For the avoidance of doubt any reference to—
  - (a) assets in respect of services to which the former centre was entitled to is reference to land, property and choses-in-action of the centre whether situated in Tanzania or elsewhere; and
  - (b) rights and liabilities in respect of services to which the former centre is entitled or subject to is a reference to rights which the former centre is entitled to or as the case may be liabilities to which the former centre is subject to whether under the laws of the United Republic or any country outside Tanzania and includes rights and liabilities arising under loans raised for services provided by the centre.
- (7) Every chose-in-action transferred by subsection (1) to the Hospital or the University may, on or after the vesting date, be sued on, recovered or enforced by the Hospital or the University, in their names and it shall not be necessary for the Hospital or the University to give notice to the person bound by the chose-in-action of the transfer effected by this subsection.

- (8) Every asset and liability transferred by subsection (1) to the Hospital or the University may, on or after the vesting date, be sued on, recovered or enforced by or against the Hospital or the University, in their names and it shall not be necessary for the Hospital, or the University to give notice of such transfer to the person whose asset or liability is transferred by this section.
- (9) In the case of assets and liabilities arising under any loan which vest in the Hospital or the University on the vesting date, the Hospital or the University as the case may be, may enter into any arrangements or agreements over any rights and liabilities with the Government of the United Republic or any other third party.
- (10) Any assets and liabilities of the former centre which are not vested either in the Hospital or the University shall, at the end of the transitional period, be dealt with by the Committee in such manner which the Minister upon consultation with the Minister responsible for higher education, direct.
- (11) Any person who fails or refuses to comply with the provisions of this section commits an offence and shall upon conviction be liable to a fine not exceeding five hundred thousand shillings or imprisonment for a term not exceeding three years or to both that fine and imprisonment.

## 27. Transitional period

- (1) There shall be a transitional period of not more than twenty-four months within which, subject to this Act, all necessary measures shall be taken to facilitate the winding up of the affairs and business of the former centre, the effectual transfer and vesting of its assets and liabilities and the transfer of and discharge of the affairs of the employees of the former centre.
- (2) The Minister may extend the transitional period for not more than six months after the expiration of the period specified in subsection (1).

## 28. Appointment of Transition Management Committee

- (1) There is hereby established a Committee to be known as the Transition Management Committee which shall consist of—
  - (a) a Chairman who shall be appointed by the Minister after consultation with the Minister responsible for higher education;
  - (b) the Attorney-General or his representative;
  - (c) the Director-General of the former centre;
  - (d) Treasury registrar or his representative;
  - (e) the Principal of the University; and
  - (f) two other senior members appointed by the Minister one from the Ministry of Health and one from the Ministry responsible for higher education.
- (2) The Committee shall, subject to such directions as the Minister may from time to time issue in that behalf, regulate the procedure for the conduct of its business and be answerable to the Minister for the overall conduct of the transitional functions referred to in this section.
- (3) Notwithstanding the generality of the preceding provisions, the Committee shall—
  - (a) complete the transfer of all assets and liabilities to the Hospital or the University and deal with any such matters incidental to the transfer as are necessary within the specified period;
  - (b) transfer all employees and affairs of the former centre to the Hospital or the University in the manner set out under the proceeding provisions;
  - (c) deal with any residual property, assets and liabilities of the former centre in any manner that shall be deemed expedient.



- (4) All the expenses of the Committee shall be funded by the Ministry responsible for health and the Ministry responsible for higher education and be finally recovered from the accounts of the Hospital and the University as winding up expenses and the Committee and its staff shall be paid such fees, salaries and allowances as the Minister shall, upon advice of the Committee, determine.

## **29. Provisions regarding the former centres' employees**

- (1) Subject to this Act, the employees of the former centre shall with effect from the vesting date be transferred to and be employed by the Hospital or the University.
- (2) The Committee shall, not later than the end of the transitional period and with the approval of the Minister, finally determine which of the employees of the former centre shall be employed by the Hospital, or the University.
- (3) With effect from the vesting date—
  - (a) the Hospital shall accept into its employment, subject to this Act, every person who immediately before the vesting date was employed by the former centre in its hospital services and is designated by the Committee for employment by the Hospital; and
  - (b) the University shall accept into its employment, subject to this Act, every person who immediately before the vesting date was employed by the former centre and is designated by the Committee for employment by the University.

## **30. Provisions applicable to transferred staff**

- (1) With effect from the vesting date every employee transferred from the former centre shall be employed by the new employer on terms not less favourable than those applicable to him before his transfer.
- (2) Until such time as new schemes and terms and conditions of service are drawn up by the Hospital or University, the schemes and terms and conditions of service in the former centre shall continue to apply to every person transferred under subsection (1) to the services of the Hospital or the University as if he was still in the service of the former centre.
- (3) Where any person who is transferred to the service of the Hospital or the University under subsection (1) is a member of any statutory or voluntary pension scheme or provident fund he shall, for the purposes of this Act, continue to be governed by the same regulations under those schemes or funds as if he had not been transferred to the service of the Hospital or the University and for the purposes of the regulations governing those schemes, his services with the Hospital or the University shall be deemed to be service in the former centre.
- (4) The Hospital or the University shall continue to be liable to former employees of the former centre or its predecessors, who have retired on or before vesting date to such pension benefits payable as they are entitled to under the regulations of those pension schemes.

## **31. Continuation and completion of disciplinary proceedings**

- (1) Where on vesting date—
  - (a) any disciplinary proceedings have been initiated against any employee of the former centre and such proceedings are still pending before the former centre or in the course of being heard or investigated by the former centre or had been heard or investigated by the former centre and no order or decision had been rendered thereon; or
  - (b) any such employee has been interdicted or suspended, the Hospital or the University as the case may be, shall—
    - (i) in the case of paragraph (a), carry on and complete the hearing or investigation and make an order or render a decision, as the case may be; and

- (ii) in the case of paragraph (b), deal with such employee in such manner as it thinks appropriate bearing regard to the offence against him, including the institution and completion of disciplinary proceedings and the making of an order or the rendering of a decision as the case may be,
- as if such disciplinary proceedings had been commenced by the Hospital or the University to which the employee would be employed.
- (2) Where on vesting date, any penalty (other than dismissal) has been imposed on any employee of the former Centre pursuant to disciplinary proceedings against him and the penalty has not been or remains to be served by such employee, he shall on his transfer to the Hospital or the University, serve or continue to serve such penalty to its full term as if it had been imposed by the Hospital or the university and the penalty shall remain valid against the employee on his transfer and shall continue in full force and effect until he has served the penalty in full.

### 32. Repeal of Act No. 17 of 1976

- (1) *[Repeal of the Muhimbili Medical Centre Act]*
- (2) Notwithstanding the repeal of the Muhimbili Medical Centre Act, all subsidiary legislation made under it in force immediately before the vesting date and which is required for the continuation of the business of the centre shall continue in force until they are revoked or replaced.

## Schedule (Section 6(2))

### 1. Composition of the Board

The Board shall consist of—

- (a) the Chairman who shall be appointed by the President;
- (b) a Vice-Chairman appointed by the members from among the members of the Board;
- (c) the Mayor of the Dar es Salaam City Council;
- (d) the Principal of the Muhimbili University College of Health Sciences;
- (e) a representative of workers' union;
- (f) a legally qualified person employed in the Attorney-General's Chambers nominated by the Attorney-General;
- (g) three other members appointed by the Minister;
- (i) two other members appointed by the Minister from among experienced persons in hospital management.

*[Please note: numbering as in original.]*

### 2. Tenure of appointment

- (1) A member (other than an *ex officio* member) shall, unless his appointment is sooner determined or he otherwise ceases to be a member, hold office for a period of three years from the date of his appointment, and shall be eligible for re-appointment for a further unrenovable term.
- (2) An *ex officio* member shall cease to be a member upon his ceasing to hold the office by virtue of which he is a member.
- (3) Any member (other than an *ex officio* member) may at any time resign by giving notice in writing to the appointing authority and from the date specified in the notice or if no date is so specified, from the date of the receipt of the notice by the appointing authority, he shall cease to be a member.

**3. Appointment of temporary member**

- (1) Where any member (other than an *ex officio* member) is, by reason of illness or any other cause, absent from the United Republic or is unable to perform his duties as a member, the appointing authority may appoint a temporary member in his place and the temporary member shall cease to hold office upon the resumption of office of the substantive member.
- (2) Where an *ex officio* member is unable to perform his duties as a member for any sufficient cause he may appoint a person from the organization or institution which he represents to represent him during the period of his incapacity.

**4. Secretary**

The Executive Director shall be the Secretary of the Board.

**5. Meetings**

- (1) Subject to any general or specific direction by the Minister, the Board shall meet not less than four times during every financial year and at such additional times as may be fixed by the Chairman or, if he is absent from the United Republic or unable for any sufficient cause to act, the Vice-Chairman.
- (2) An ordinary meeting of the Board shall be convened by the Chairman and the notice specifying the place, date and time of the meeting shall be sent to each member at his usual place of business or residence not less than ten days before the date of the meeting and where the Chairman is unable to act by reason of illness or any other cause or is absent from the United Republic the Vice-Chairman may convene the meeting.
- (3) The Chairman or in his absence, the Vice-Chairman shall be bound to convene a special meeting of the Board upon receipt of a request in writing in that behalf signed by not less than half of the members and a notice of not less than ten days shall be given to all members in the manner prescribed in subparagraph (2).
- (4) The Chairman, the Vice-Chairman or a temporary chairman elected in accordance with the provisions of paragraph 7(2) presiding at any meeting of the Board may invite any person who is not a member to participate in the deliberations of the Board, but any person so invited shall not be entitled to vote.

**6. Procedure**

- (1) One half of the total number of members shall form a quorum for a meeting of the Board.
- (2) The Chairman shall preside at every meeting of the Board and in the absence of the Chairman the Vice-Chairman shall preside.
- (3) In the absence of both the Chairman and the Vice-Chairman from any meeting, the members present shall elect one of their number to be a temporary chairman of that meeting.
- (4) At any meeting of the Board a decision of the majority of the members present and voting shall be deemed to be a decision of the Board and in the event of an equality of votes the chairman of the meeting shall have a casting vote in addition to his deliberative vote.
- (5) The Board may act notwithstanding any vacancy in its membership.

**7. Decision by circulation of papers**

Notwithstanding the provisions of paragraph 6, where the Chairman or in his absence, the Vice-Chairman so directs, a decision may be made by the Board without a meeting by circulation of the relevant papers among all members and the expression in writing of the views of the majority of the members, but any member shall be entitled to require that the decision be deferred and the subject matter be considered at a meeting of the Board.

**8. Minutes of meetings**

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

**9. The official seal of the Hospital**

- (1) The official seal of the Hospital shall be of such shape, size and form as the Board may determine.
- (2) The official seal of the Hospital shall not be affixed to any instrument of document except in the presence of the Secretary or such other employee of the Hospital as the Board may appoint in that behalf.

**10. Execution of documents**

All regulation, appointments, instruments or documents made, issued or executed by or on behalf of the Hospital or the Board shall be sealed with the official seal of the Hospital and shall be signed by—

- (a) the Chairman of the Board; or
- (b) the Secretary; or
- (c) any other member of the Board or employee of the Hospital authorised in writing in that behalf by the Board.

**11. Proceedings not invalidated by irregularity**

No act or proceeding of the Board shall be invalid by reason of any defect or irregularity in the appointment of any member or by reason that any person purported *bona fide* to act as a member at the time of the act or proceeding was in fact disqualified or not entitled to act as a member.

**12. Absence from three consecutive meetings**

Where any member (other than an *ex officio* member) absents himself from three consecutive meetings of the Board without sufficient cause the Board shall advise the appointing authority of the fact and the appointing authority may terminate the appointment of the member and appoint another member in his place.

**13. Board may regulate its own proceedings**

Subject to the provisions of this Schedule, the Board shall have power to regulate its own proceedings.