



**Incubation
Hub**

CENTRE FOR CIVIC ENGAGEMENT

HOW TO REGISTER YOUR NON-PROFIT

Includes an outline on how to draft a constitution

**ZIMBABWE
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How to Register as a Private Voluntary Organisation

1. What is a Private Voluntary Organisation (PVO)?

A foundation can be registered under the Private Voluntary Organisation Act through the Department of Social Welfare which falls under the Ministry of Labour and Social Services.

In terms of the law, Private Voluntary Organisations (PVOs) are organisations or associations of persons and their main objective includes at least one of the following:

- to provide either or all material, mental, physical or social needs of persons or families,
- to provide charity to persons or families in distress,
- to prevent social distress or destitution to persons or families,
- to assist or promote activities that are aimed at uplifting the standards of living of persons or families,
- to provide funds for legal aid,
- to prevent animal cruelty to promote animal welfare, or simply
- to collect contributions that contribute to any of the listed or prescribed objectives.

The governing law for PVOs is the Private Voluntary Organisations Act (Chapter 17: 05)

2. How to Form and Register as a PVO

- The first step in forming a PVO is therefore to identify the foundation's main objectives.
- The Secretary for the local organisation applying for registration as a PVO should lodge an application with the Registrar through the District Social Service Office in the area where their headquarters are located.
- The organization which lodges an application for registration as a PVO, must at its own expense, publish a notice of intention to be registered as such in a newspaper circulating in the area concerned.
- The District Social Services officer is responsible for the initial assessment of the organization after perusing the application and interviewing the applicants.
- Application is then forwarded to the Head Office through the Provincial Social Services Officer with the following documents for consideration by the PVO Board

Key Documents Required for the Application

Section 9 of the PVO Act states that the applicant must submit the following documents which will constitute the application

- Application for registration (Application forms are purchasable from Harare, provincial or district offices of the Ministry of Public Service, Labour and Social Welfare)
- The name of the foundation
- The objectives of the foundation
- Names of between two (2) to twenty (20) people constituting the first members of the Executive Council/Board
- Curricula Vitae (CVs) of key board members
- Particulars of Directors and Secretary (this includes their names, nationalities, residential addresses, occupations)
- Name and address of the auditor (if none, the Registrar allocates you one following approval of your application)
- Address & post office box address of your registered office
- Interpol/local police clearance (Interpol clearance is for when the foundation is foreign and as such the clearance will be from the respective country)
- Principal place of business (refers to the proposed area of geographic coverage)
- The organization's constitution
- Proof of public notice in national papers (notice must include proposed PVO name, its purpose, aims and mandate and it should be placed in a newspaper circulating in the area concerned). The purpose of this notice is to call persons with objections to lodge them with the Registrar of PVOs within the prescribed time limit
- Period of financial year (usually needed for international organizations)
- Proof of notification to local authorities of intent to register (for local organizations).

3. What happens when you submit your application?

If all the documents submitted are in order, the Registrar will submit them to the PVO Board which has the mandate to determine whether the application has been rejected or accepted for registration.

The process can take between three (3) months or up to a year

How to Register as a Universitas

Universitas are organisations that have a common-law persona but are not registered or regulated by any enacted laws. They are recognised as 4 entities with a common-law persona that have a constitution and members that have agreed to achieve a common objective that is entirely for the benefit of its members.

For this option, there is no regulation by any statute. In theory, all that is needed is that an establishment or organisation has a constitution and members that agree on achieving a common objective with regards to benefitting its members. This is straightforward, but, very few non-profits or foundations use this option.

Usually, church-related NGOs are not officially registered and use this and operate under this option. It is lawfully acceptable in Zimbabwe.

1. How to Set Up a Common Law Universitas

- Identify the members
- Draft the constitution to determine modus operandi in accordance with common law. For information on how to draw up a constitution – see Annex 1
- Consult a lawyer: while there are no strict formalities it is important that the constitution is sound, and all members agree with it as well as proper and professional oversight of any additional documents and property acquisitions that may occur as well as general running advice.

What is required to establish such a foundation? Members agree on achieving a common objective with regard to benefitting their members and they have a constitution that sets out the organisation's structures and objectives.

These types of organisations are lawful and recognised in Zimbabwe.

Annex 1: Developing a Constitution

What is a constitution and why is it important?

A constitution simply outlines what your association/foundation/organisation will do and how it will go about doing it. A constitution is important because:

- Without this written understanding people can easily have differences in opinions about the work of the association/foundation/organisation and how to do things and the actual work will not get done
- It will serve as a reference, and help to resolve problems when there are differences
- Strangers, especially potential funding partners, will want to see that your group is democratic and accountable. This involves having a clear procedure by which decisions are made and how resources are managed.

It is important to develop a constitution that reflects the way in which you actually want to do things. Do not spend a lot of time writing about things you do not intend to do, simply because you think they are what people expect. Keep the information in your constitution clear and simple.



Step 1 – Choose the Name of your association/foundation/organisation

- Choose any name you want if it is reasonably unique.
- Do you want a name that reflects the area you are based in, what you are doing, or both? Does it need to be 'catchy', so that people can easily remember it?

Step 2 – Select your aims

Your aims, sometimes called objectives, are a declaration of your long-term goals: what you want to achieve and how you want to achieve them. This is a very important part of your constitution and needs to be very clear.

Discussing your aims will help you to make sure that everyone involved in the group agrees on the purpose of the group and what it will be doing.

Your aims should include information about:

- the area you are working in,
- who will benefit from the activities of the group and, how they will benefit.

Step 3 – Membership within your association/foundation/organisation

Your constitution should describe the qualities and characteristics you want in members and how someone can be eligible to be a member of your group.

Members could be:

- everyone who pays a membership fee; or
- everyone who lives in a certain area; or
- all users and volunteers at the project; or
- anyone who supports the aims of the group and participates in its activities

Will people who pay membership fees become members; will people become members automatically when they move into the area, start volunteering or use the services that the group provides? Will membership be approved by a meeting of the committee or the group?

Even if you plan to have a very open membership it is a good idea to have a membership list. It is then clear who you mail about meetings, who can come, and who can vote.

The constitution should also describe how someone stops being a member.

Will someone stop being a member:

- When they move out of the area?
- When they stop volunteering or attending activities?
- When they have not paid any membership for a set period of time?
- When they have done something that goes against the aims of the group?

Step 4 – Board of Trustees and Officers

Your constitution should detail the structure of the board of directors and the positions of the officers who will run the organisation. Specify how the officers are chosen, what powers they can exercise, how long they hold their positions, and how they can be removed and replaced. Some of the positions that board members could have could include:

- Chair
- Secretary
- Treasurer
- Membership Secretary
- Public Relations Officer



Step 5 – Meetings

The constitution should describe how to hold meetings of the members and the board. The minimum number of meetings required for the officers and the members must be stated. Usually, an annual general meeting for of the board and all members must be held at least once a year. Other information that must be detailed includes who can call meetings, who will participate in the meetings and how participants will be notified.

Meeting quorums (i.e. the minimum number of people that must be present in a meeting so that decisions can be made) and meeting procedures, such as rules of order, must be laid out.

Step 6 – Managing Finances and Resources

The constitution should spell out how your foundation/ organisation/ association will raise and spend money. Will the money be kept in a bank account? Write down which officer is responsible for the foundation/ organisation/ association's banking, who has the authority to release funds for activities or projects, who maintains the financial records, and who prepares the annual report.

Step 7 – Changes to the Constitution

Detail the procedures to follow if the foundation/organisation/association wants to amend its constitution. Decide:

- which meetings can decide to make changes to the constitution?
- how much notice must be given to members of the proposed changes?
- if you will require a vote, and if it will have to be a simple majority or a two-thirds majority. In most organisations, the members must approve changes to the constitution by a vote greater than a majority.

Step 8 – Dissolution of the foundation/organisation/association

Provide a procedure to use for the dissolution of the foundation/ organisation/ association. This may become necessary if members want to stop operating the foundation/organisation/association because either it has failed in its purpose or it has achieved its goals. In addition to detailing the required votes and conditions, specify how the organization will distribute its assets. The usual procedure is for the foundation/organisation/association to turn over the assets to another foundation/organisation/association.

Drafting your constitution

1. Agree on one or two people who will draft your constitution based on what members of the group want to be included in the constitution.
2. Take the constitution to a meeting for formal acceptance by the group. At least two members should sign and date it to confirm it has been agreed. This is useful if the status of the constitution is called into doubt at a future date.
3. Make copies of the constitution available to all members, including new members. File it somewhere where you'll be able to find it next time you need to refer to it.
4. Do not forget to use it when you want to know how to organise something in your group. For example, when the time comes to hold your next AGM, check your constitution so that you know what procedures your group has agreed to follow.
5. If, in future, you find your group wants to work in a way that is different to your constitution, you will need to make a change to the constitution.

Annex 2: Accessing Acts of Parliament and Official Government Documents

To obtain the most up-to-date government publications (including Acts/legislation linked to the legal entity you want to form) SIVIO encourages you to visit [Printflow Private Limited](#) (previously Government Printing and Stationery).

They have offices in the following locations:

- **Harare:** George Silundika Ave, btwn 6th Street and Epton Street, Harare
- **Bulawayo:** Shop No 2 Kaymer House, 105 Robert Mugabe Way, Bulawayo
- **Mutare:** No 2. Robert Mugabe Way, Building 44, Mutare
- **Gweru:** 44b Sixth St Sparrows Flats, 6th Street, Gweru
- **Masvingo:** Stand No. 7150 B, Bradburn Street, Masvingo

Annex 3: Legal Services

For a directory of law firms in Zimbabwe, visit the [Law Society of Zimbabwe](#).



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