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CONSTITUTION
OF
MAHER COMMUNITY ASSOCIATION (Leicester) UK

1. NAME

Maher Community Association (Leicester) UK (“the Association”)

2. OBJECTS AND POWERS

(a) the objects for which the Association on is established are to promote any charitable purposes for the benefit of the Maher Community in the United Kingdom or in any part of the world, and in particular but without prejudice to the generality of the foregoing:

(i) To relieve poverty

(ii) To advance religion

(iii) To advance education

(iv) To provide facilities for recreation and other leisure- time occupation with the object of improving the conditions life of such persons having need of such facilities by reason of their age, youth, sex, infirmity, disablement, poverty and social and economic circumstances.

(b) In furtherance of these objects, but no further or otherwise, the Association shall have the following powers:

i. To provide centres for meetings and for giving advice, information and education

ii. To provide religious, social, cultural, intellectual, artistic and/or musical events

iii. To establish and develop contacts between members of the Maher community residing in various parts of the United Kingdom, and to encourage them to create branches of the Association.

(iv) To promote and develop the general welfare and prosperity of the members of the community (especially the poor, the invalid, the sick, the unemployed, the old and the children) and to foster a spirit of the unity, co-operation, harmony, social

service, brotherhood and goodwill amongst members through cultural, educational, artistic, intellectual, social and religious functions by meetings, lectures and conferences.

(v) To encourage and assist in the creation of harmonious relationships and mutual respect through contact and interaction with members of other races and communities and with multi-racial organisations.

(vi) To associate with the Maher community's local organisation in the UK and institutions concerned with the welfare and progress of the community wherever they may be and to fully support and participate in their charitable activities and functions in the interest of unity.

(vii) To procure contributions to the Association by personal or written appeals, public meetings or otherwise.

(viii) To collect and disseminate information on all matters affecting the objects of the Association and exchange such information with other bodies having similar objects whether in this country or overseas.

(ix) To promote and carry out or to assist in the promoting and carrying out of research surveys and investigations and to publish the useful results of such research, surveys and investigations

(x) To procure and to cause to be written and printed, published, issued and circulated gratuitously or otherwise such papers, books, periodicals and pamphlets or other documents, films or recorded tapes as shall further the Objects of the Association

(xi) To issue appeals, accept donations, legacies and gifts, collect subscriptions, borrow or raise money for the objects of the Association on such terms as shall be thought fit provided that in raising funds the Association shall not undertake any permanent substantial trading activity and shall conform to any relevant statutory regulations

(xii) To purchase, take on, lease, exchange, hire or otherwise acquire any real or personal property and rights of privileges and to construct and maintain any buildings erections which the Association may think necessary for the promotion of its objects, subject to such consents which may be required by law, and to sell, let mortgage, dispose of or turn to account all or any of the property or assets of the Association with a view to the furtherance of the Objects

(xiii) To do all such lawful things as are necessary to further the above Objects.

3. MEMBERSHIP

(i) Membership of the Association shall be open to all Maher persons and organisations who subscribe to the Objects of the Association and who pay such annual subscriptions (if any) as shall be decided by the Managing Council as hereinafter defined.

(ii) Membership in all instances and classes shall be personal to the specific person and non-transferable or re-assignable.

(iii) Members shall have the right to speak at any General Meeting of the Association on all matters of the Agenda.

(iv) A member of the Association shall be eligible for election in the Managing Council.

(v) A member shall have the right to one vote at the General Meeting of the Association.

4. MANAGING COUNCIL

a. The general control and management of the administration of the Association shall be the responsibility of the Managing Council

b. The Managing Council shall meet a least three times a year

c. The Managing Council shall consist of not less than 8 and not more than 20 members of the Association provided however that each branch of the Association shall have at least one person on the Managing Council subject however to its maximum

d. The Managing Council shall consist of a President, a Vice- President, an Honorary Secretary, an Assistant Secretary, an Honorary Treasurer and an Assistant Treasurer, and between 2 and 12 Council members who shall all serve for 3 years and shall retire from Council at the third Annual General Meeting of the Association following election. A retiring Member shall be eligible for re-election provided that no Member may serve on the Managing Council for more than 6 successive years in the same post.

e. The first Managing Council shall consist of persons named in Appendix A to this constitution. The first Managing Council shall hold office until the First Annual General Meeting of the Association at which a new Managing Council shall be elected. Retiring Members shall be eligible for re-election

- f. A new Managing Council shall be elected at the First and all subsequent Annual General Meetings. Retiring Members shall be eligible for re-election
- g. Nominations for the Managing Council shall be made and supported in writing by at least 10 paid up Members of the Association and shall be sent to the Secretary at least 4 weeks before the Annual General Meeting to which the relate
- h. The Secretary shall send notice to all Members inviting nominations for elections to the Managing Council at least two weeks before the date of the Annual General Meeting
- i. The Managing Council shall from its Members elect at its first meeting and thereafter each at its first meeting after the Annual General Meeting, a President, a Vice- President, Honorary Secretary, Assistant Secretary, an Honorary Treasurer and an Assistant Treasurer, and it may elect such other officers as it finds necessary
- j. The Members of the Association shall have the power to elect Members of the Managing Council a an Annual General Meeting by a Ballot of those Members present
- k. The President of the Managing Council shall hold office for no more **than two terms (that is six years)** in succession
- l. The Managing Council may deal with any business of the Association decided by a majority of the Managing Council's Members present
- m. The Managing Council may take any decision, save those which can only be taken by the Members in a General Meeting
- n. A Managing Council Meeting may be called by the Secretary giving at least two weeks notice to all Members of the Managing Council of the date and time and place of the meeting, together with details of the business to be laid before the meeting
- o. The accidental omission to give notice to all Members shall not invalidate the meeting
- p. Resolutions at a Managing Council Meeting shall be passed by a simple majority on a show of hands of the Members of the Managing Council present. In the event of a tie, the President shall have the casting vote
- q. The Managing Council may from time to time establish such Sub-committees consisting of its Members as may be deemed necessary, and may determine

their terms of reference, powers duration and composition, provided that no Sub-Committee may be given powers to coo-opt more than a quarter of its Membership and provided that the majority of Members of such Sub-Committees shall be Members of the Managing Council

- r. No employee of the Association shall be eligible to serve on the Managing Council may invite any employee to attend Meetings in an advisory capacity
- s. No Member of the Managing Council shall receive any remuneration or other benefit in money or monies worth from the Association apart from the repayment of reasonable out-of-pocket expenses
- t. A Managing Council member may be dismissed by an Ordinary Resolution at any General Meeting if s/he:
 - i. Fails without reasonable excuse – such as ill health, to attend more than one half of the Managing Council Meetings in any one period of 12 months, or
 - ii. Does any act/s without reasonable excuse in breach of the objects and powers of the Association, or
 - iii. Persistently conducts herself or himself in a manner which is not in the best interests of the Association, or
 - iv. Becomes of unsound mind or addicted to gambling or prone to intemperate or immoral conduct provided that the Member who is to be dismissed shall have the opportunity to attend and be heard in his/her own defence at the General Meeting at which the Resolution is to be decided
 - v. **Before exercising its powers to dismiss the person concerned, the Managing Council member concerned shall have the right:**
 - i. **To be heard in person (with or without representation by a person of his/her choice);**
 - ii. **In the event of an adverse decision by the Managing Council, to appeal to the Holding Trustees appointed in Clause 17 of this Constitution (whose decision shall be final and binding on both the Managing Council and Council member concerned.**
- u. In the event of more persons wanting to become Managing Council Members than there are places to be filled the remaining Managing Council Members in their absolute discretion shall decide who shall be selected. In the event of a tie, the President shall have a casting vote

5. POWERS OF THE MANAGING COUNCIL

- a. The Managing Council shall be entitled to open and maintain bank accounts in the name of the Association, raise and invest funds, borrow money, lease or rent property, employ and pay staff not being Members of the Managing

Council and do all such things as they decide are necessary for the achievement of the objects of the Association and without prejudice to the generality of the Managing Council shall be entitled:

- b. To manage, control and supervise all the affairs, activities and trusts administered by the Association
- c. To vary the composition of its membership and alter the term of office or the office bearers
- d. To nominate Managing Council Members and working parties and Sub-Committees as necessary to conduct the work of the Association
- e. To select members of such Sub-Committee/s and working parties from suitably qualified and experienced persons and to decide and determine their powers, terms of reference and duration and to provide that any such bodies will make full and regular reports back to the Managing Council
- f. To review membership subscriptions, provisions, fees and charges from time to time
- g. To require any individual or official of any statutory authority to attend its meetings as an observer, if required for a particular meeting, (but not to give the power to vote)
- h. To decide to affiliate to any charitable institution, body, group, organisation, society or authority having similar objectives
- i. To employ or terminate the services of any employee(s) of the Association
- j. To call a Special and/or Extraordinary General Meeting upon at least two weeks written notice being given to Members of the Managing Council
- k. To acquire or dispose of in the name of the Association or in the name of trustees nominated by the Association and for the purposes and benefit of the Association by way of gift, purchase, exchange, lease, hire or otherwise and to deal with any land, building or premises or any rights therein or attached thereto provided all deeds and/or documents in connection with such transactions shall be executed by not less than two but not more than five holding trustees of the Association
- l. To enter into contracts on behalf of the Association, **provide that no Council member or Holding Trustee or connected person may:**

- i. Buy or receive any goods or services from the Association on terms preferential to those applicable to members of the public;
 - ii. Sell goods, services or any interest in land to the Association on terms less favourable than available on the open market
 - iii. Be employed by, or receive any remunerations from the Association
 - iv. Receive any other financial benefit from the Association directly or indirectly as a result of his/her position unless authorised by the Court or the Charity Commission.
- m. Subject to consents as may be required by law to borrow or raise money upon the security of any property of the Association on such terms as they may fit and to grant or direct to be directed mortgages for securing the same
- n. To raise, invest and lend money or other financial securities as appropriate
- o. To issue, alter and review standing orders and rules consistent with the provision of this Constitution
- p. To make payment in good faith of proper and reasonable remuneration to any member, officer or servant of the Association (not being a Member of its Managing Council) for any services rendered to the Association
- q. To pay in good faith any reasonable out-of-pocket expenses of any Member of the Managing Council
- r. To appoint bankers of the Association to Administer its finances in conformity with the objects of the Association and to keep true and accurate accounts thereof provided that any bank account in which any part of the assets of Association is held shall be opened in the name of the Association and that all cheques and orders drawn on that account must be signed by at least two Members of the Managing Council
- s. From time to time to issue and follow regulations and rules relating to the progress and lawful administration of the Managing Council

6. DUTIES, RESPONSIBILITIES AND POWERS OF THE CHIEF OFFICERS

a. The President

- i. Shall chair all Managing Council Meetings and sign the minutes as confirmed by the Meeting
- ii. Shall endeavour to establish liaisons with various like-, indeed groups, bodies and organisations
- iii. Shall uphold the Constitution of the Association and shall guide it in realising its Objects
- iv. Shall be one of the signatories to operate and manage the accounts (bank or otherwise) of the Association
- v. Shall have a second or casting vote at any Meeting of the Managing Council and the general Meeting in the case of an equality of votes
- vi. Shall undertake all such things as seem to be necessary in furtherance of the objectives of the Association.

b. The Vice President

- i. Shall assume the duties, responsibilities and powers of the President in the absence of the President
- ii. Shall assist the President in carrying out his or her duties, responsibilities and powers

c. Honorary Secretary

- i. Shall exercise a general supervision of the detailed working of the rules of the Constitution of the Association
- ii. Shall be responsible for the welfare of the Association
- iii. Shall keep and record in the Minute Books, minutes of the Meetings of the Managing Council of the Association
- iv. Shall issue notices of the Meetings of the Association to all Members of all events and functions organised by the Association. All such notices if properly posted and addressed shall be deemed to have been received

- v. Shall conduct correspondence and shall ensure that the decisions of the Managing Council Meetings are executed
 - vi. Shall keep in safe custody the files, Minute Books, Registers of Members, copies of the Constitution and all other relevant records and items
 - vii. Shall be one of the signatories to the accounts (banks or otherwise) of the Association
 - viii. Shall have power to spend, as prescribed by the Managing Council, from time to time, a sum of money for any specific urgent business of the association without prior consent of the Managing Council, but shall account for such expenditure at the next Managing Council Meeting
 - ix. Shall carry out other functions, duties and responsibilities as are delegated to him/her by the Managing Council
 - x. Shall undertake all such things as seem to be necessary in the furtherance of the aforesaid powers and duties
- d. Assistant Secretary
- i. Shall assist the Honorary Secretary in carrying out his/her duties responsibilities and powers
 - ii. Shall act as Acting Honorary Secretary in the absence of the Honorary Secretary
- e. Honorary Treasurer
- i. Shall keep such books and records of accounts as may be required and shall be responsible for the correct accounting of the receipts and payments and for the safe custody of the funds of the Association
 - ii. Shall deposit all monies received into the bank or other approved accounts of the Association
 - iii. Shall pass and issue records and receipts for all incomes received on behalf of the Association
 - iv. Shall prepare and present before the Managing Council accounts of the association as and when required

- v. Shall prepare and present before the Managing Council annual audited/**examined** accounts for presentation at the Annual General Meetings of the Association
 - vi. Shall operate and manage jointly with the President and the Honorary Secretary, the bank accounts and other accounts (if any) of the Association
 - vii. Shall have power to spend, as prescribed by the Managing Council, time to time, a sum of money for any specific urgent business of the Association without prior consent of the Managing Council, but shall account for such expenditure at the next Managing Council Meeting
 - viii. Shall transact the financial business of the Association in such a manner as the Managing Council may direct from time to time.
 - ix. Shall keep general control over all financial matters of the association
- f. Assistant Treasurer
- i. Shall assist the Honorary Treasurer
 - ii. Shall act as an Acting Honorary in the absence of the Honorary Treasurer

7. ANNUAL GENERAL MEETING

- a. The Association should hold an Annual General Meeting between the months of May and August each year.
- b. The Annual General Meeting shall:
 - i. Receive an Annual Report
 - ii. Receive audited/**examined** accounts
 - iii. Receive reports from the Honorary Secretary and Honorary Treasurer
 - iv. Elect a Managing Council
 - v. Appoint an auditor/**examiner**
 - vi. Conduct any other business admitted by the Managing Council

- c. The Annual General Meeting may be called by the Honorary Secretary giving at least two weeks written notice to all Members of the date, time and place of the Meeting, together with details of the business to be laid before the Meeting
- d. The accidental omission to give notice to any Members shall not invalidate the Meeting
- e. Ordinary Resolutions at the Annual General Meeting shall be passed by a two-thirds majority on a show of hands of all the Members present
- f. Special Resolutions at the Annual General Meeting shall be passed by a two-thirds majority on a show of hands of all the Members present
- g. Extraordinary Resolutions at the Annual General Meeting shall be passed by a three-quarters majority on a show of hands of the Members present
- h. All decisions at the Annual General Meeting shall be taken by Ordinary Resolutions except:
 - i. A decision to alter the Constitution of the Association which shall be taken by Special Resolution, and;
 - ii. A decision to wind up the Association which shall be taken by an Extraordinary Resolution

8. ORDINARY GENERAL MEETING

- a. The Association may hold an Ordinary General Meeting as and when required
- b. An Ordinary General Meeting may deal with Business decided by a majority of the Members present including alterations of the Constitution and dissolution of the Association
- c. The quorum of the Ordinary General Meeting shall be one-third of the association's (paid up) Members
- d. Ordinary General meetings may be called by the honorary Secretary given at least two weeks written notice to all Members of the date, time and place of the Meeting, together with details of the business to be laid before the Meeting

- e. The accidental omission to give notice to any Member shall not invalidate the Meeting
- f. Ordinary Resolutions at an Ordinary General Meeting shall be passes by a two-third majority or a show of hands of the Members present
- g. Special Resolutions at an Ordinary General Meeting shall be passed by a two-third majority on a show of hands of the Members present
- h. Extraordinary Resolutions at an Ordinary General Meeting shall be passed by a three-quarters majority on a show of hands of the Members present
- i. All decisions at an Ordinary General Meeting should be taken by Ordinary Resolution except:
 - i. A decision to alter the Constitution of the Association which shall be taken by Special resolution, and
 - ii. A decision to wind up the Association which shall be taken by an Extraordinary Resolution

9. QUORUM

- a. The quorum at the Managing Council Meetings shall be half of its Members plus one or three members of the Managing Council for the time being whichever is the greater number
- b. The quorum at a General Meeting of the Association shall be one-third of the number of paid up Members of the Association for the time being or ten paid Members of the Association whichever is the greater number
- c. If in respect of any Meeting of the association a quorum is not established within half an hour of the appointed time of commencement of the Meeting, Members present may decide to adjourn such properly constituted Meeting which shall stay adjourned until the day, time and place decided by those present at the Meeting
- d. If any properly constituted Meeting, having partly disposed of the agenda, stands adjourned to a date agreed by the Members present, it shall not require a quorum upon being re-convened. The Honorary Secretary shall re-convene the Meeting. No subject other than the agenda will be discussed at the re-convened Meeting

10. RESOLUTIONS

- a. Resolutions of the Managing Council shall be passed by a simple majority on a show of hands by the Members of the Managing Council present provided at least two weeks' notice of the Resolution has been given to the Members. In the event of a tie, the President shall have a casting vote
- b. Ordinary Resolutions at any General Meeting shall be passed by a simple show of hands by the Members of the Association present provided at least two weeks' notice of the Resolution has been given to the Members of the Association. In the event of a tie, the Chair shall have a casting vote
- c. Special Resolutions at any General Meeting shall be passed by a two-thirds majority on a show of hands of the Members of the Association present provided at least two weeks' notice of the Resolution has been given to the Members
- d. Extraordinary Resolutions at any General Meeting shall be passed by a three-quarters majority on a show of hands of the Members present provided at least two weeks' notice of the Resolution has been given to the Members

11. INDEMNITY

In the execution of the trusts hereof, no Managing Council Member shall be liable for any loss to the property of the Association by reason of any improper investment made in good faith (so long as the Member shall have sought professional advice before making such investment) or for the negligence or fraud of any agent or employee employed by him or any other Managing Council Member hereof in good faith (provided reasonable supervision shall have been exercised) although the employment of such an agent was strictly not necessary or by reason of any mistake or omission made in good faith by any Managing Council Member hereof or by reason of any matters or thing other than wilful and individual fraud, wrong-doing or wrongful omission on the part of the member of the Managing Council who is sought to be made liable.

12. ALTERATIONS TO THE CONSTITUTION

- a. The Constitution may be altered at any General Meeting by a Special Resolution passed by a two-thirds majority on a show of hands of the Members of the Association present provided that all Members have been sent Written Notice of the proposed change at least two weeks before the date of the meeting and provided that no alterations to clause 2, clause 13 or this clause shall take effect until the approval in writing of the Charity Commissioners has been obtained.

- b. The accidental omission to give notice to any Member shall not invalidate the meeting.
- c. No amendment, alteration or addition may be made to this constitution of the Association where the effect of such amendment, alteration or addition would make the Association to cease to be a charity or law.
- d. No amendment may be made to alter the objects if the change would undermine or work against the prime object of the Association
- e. A copy of any resolution amending this constitution shall be sent to the Charity Commission within twenty one days of it being passed.

13. DISSOLUTION OF THE ASSOCIATION

- a. The Association may be dissolved at any General Meeting by an Extraordinary Resolution passed by a three-quarters majority on a show of hands of the Members of the Association present provided that all Members have been sent written notice of the proposed dissolution and meeting at least two weeks before the date of the meeting.
- b. After payment of all outstanding debts and liabilities, any surplus or assets remaining shall not be given to any individual but, shall be paid or given over to any charitable group or Association having similar charitable objects to those of the Association.

14. CALLING OF GENERAL MEETING BY ORDINARY MEMBERS

Any General meeting may be called by 30 Members of the Association or 10% or more of the total membership of the Association whichever is the lower.

15. VOTING

- a. Voting by proxy shall not be allowed
- b. Voting by poll shall be allowed upon such terms decided by the President

16. QUORUM

The quorum at a General Meeting of the association shall be one-third of the number of paid Members of the association for the time being or ten paid-up Members of the association whichever is the greater number.

17. THE BOARD OF HOLDING TRUSTEES

- a. The Board shall consist of a minimum of three Trustees who shall be elected at the Annual General Meeting of the Association by a simple majority and shall hold office for five consecutive years and thereafter shall be subject to re-election. A Trustee may stand for a further one term of re-election
- b. A member shall be eligible for the post of Trustee if the member:-
 - i. is at least 25 years of age; and
 - ii. is a permanent resident of the United Kingdom; and
 - iii. is a person of high standing and responsibility in the Association; and
 - iv. has never been an undischarged bankrupt, convicted of a serious criminal offence or of unsound mind.
- c. All property whatsoever of the Association acquired from time to time or donated to the Association shall be vested in the Trustees.
- d. The Trustees shall have the right to appoint any Trustee member to fill a Trustee vacancy until the next Annual General Meeting.

18. TRUSTEES POWERS

- a. The trustees appointed under clause 17, for the time being, shall have the power to convene meetings of the Managing Council or the membership of the Association when (and only when) the trustees consider this to be necessary in the interest of the Association. The Honorary Secretary should convene a meeting of the Managing Council of the membership within 14 days of being required to do so by any three of the Trustees.
- b. The Trustees acting unanimously have the power to suspend the Managing Council if they consider that there has been an abuse of position, which is detrimental to the welfare and best interests of the Association. An emergency meeting of the Association should be called by the Trustees within 28 days of this power being exercised.