

NAVAT VANIK ASSOCIATION OF THE UNITED KINGDOM

(Registered Charity No 288167)

CONSTITUTION OF NAVAT VANIK ASSOCIATION OF THE UNITED KINGDOM

(Approved by members at the Annual General meeting on 10 April 2011)

1. NAME

The name of the Association shall be “Navnat Vanik Association of the United Kingdom”, hereinafter called “The Association”.

2. OBJECTS

The objects of the Association are:

- (a) To promote any charitable purpose for the benefit of persons belonging to the Navnat Vanik Community, either by descent or marriage (hereinafter called ‘The Community’) residing in the United Kingdom and the rest of the world and in particular to :
 - (i) advance their education;
 - (ii) to provide facilities for their recreation and leisure, taking into account the needs of children, youth and elders in the Community;
 - (iii) to improve their social welfare and to generally improve the quality of life of the Community.
- (b) To promote in the United Kingdom the Jain and Hindu religion faiths, particularly by the provision of facilities for worship.

3. In furtherance of the above objects the Association may:

- (a) Employ and pay any person or persons not being a member of the Executive Committee to supervise, organize and carry on the work of the Association and make all reasonable and necessary provision for payment of pensions, superannuation to or on behalf of employees and their widows and other dependents.
- (b) Arrange and provide for or join in arranging and providing for the holding of exhibitions, meetings, lectures, classes, seminars and training courses.
- (c) Procure to be written and print, publish, issue and circulate gratuitously or otherwise such papers, books, periodicals, pamphlets or other documents or films or recorded tapes, DVDs and other digital media, as shall further the said ‘objects’.
- (d) Purchase, improve or develop any land of any tenure together with any buildings erected thereon whether producing income or not.
- (e) Purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights and privileges necessary for the promotion of the said objects and to construct, rebuild, enlarge, improve, maintain and alter and buildings or erections necessary or convenient whether temporary or permanent for the work of the Association.
- (f) Make regulations in close consultation with the Trustees for the any property which may be so acquired.
- (g) Subject to requirements as may be required by law, purchase, sell, let, mortgage, dispose of, or return to account all or any of the property or assets of the Association. Any such proposal will only become valid after the proposal has been fully considered and approved by not less than 75% of those attending and voting by a secret ballot at a joint meeting of the Executive Committee and the Board of Trustees specially convened for this purpose. The quorum for such joint meeting shall be not less than 12 Executive Committee members and not less than 3 members of the Board of Trustees. Also any decision in respect of sale of the property has to

be approved by a resolution passed in a General Meeting by 75% of the members present in the meeting and eligible to vote. The quorum for such meeting shall be not less than 300 voting members.

- (h) Subject to any consents as may be required by law, to borrow or raise money for the objects of the Association on such terms and on such security or securities such as bonds, debentures, promissory notes or by the way of mortgage or charge on the property, either moveable or immovable, of the Association as shall be deemed necessary.
- (i) Raise funds and invite and receive contribution from any person or persons whatsoever by the way of subscription and otherwise provided that the Association shall not undertake permanent trading activities in raising fund for the said objects.
- (j) Invest the moneys of the Association not immediately required for the said objects in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law.
- (k)
 1. The Association may have branches, subsidiaries and affiliates for promoting activities of special interest groups, or to cater for specific geographical areas. Such branches, subsidiaries or affiliates may be formed by:
 - a. the Executive Committee.
 - b. formal request of at least 25 members of the Association and with the approval of the Executive Committee.
 - c. allowing an existing organisation to associate with the association as a branch, subsidiary or affiliate.
 2. Each branch and subsidiary will be governed by rules and regulations as formulated by its respective committee.
 3. Each branch and subsidiary will have a minimum committee consisting of five members. The branch or subsidiary committee will be elected at its respective meeting as per rules laid down in clause 3(k) 2 above.
 4. Each branch, subsidiary or affiliate will endeavour to be self-financing and will have powers to create paid membership or raise funds.
 5. The activities of the branch, subsidiary or affiliate will not conflict with the activities of the association and the Association may issue guidelines for this purpose.
 6. In the case of a dispute, the branch, affiliate, or subsidiary will be able to present their case to a joint meeting of the Executive Committee and the Board of Trustees. A joint meeting of the Executive Committee and the Board of trustees shall decide on the matter by not less than 75% majority. The quorum for such joint meeting shall be not less than 12 Executive Committee members and not less than 3 members of the Board of Trustees.
- (l) Assist and support such other charitable purposes or charitable institution or institutions, whether resident in the United Kingdom or not, having objects similar to those of the Association.
- (m) Encourage, establish and support or aid in the encouragement, establishment and support of any charitable associations or institutions in any part of the world and to donate, contribute, help, subscribe or commit money for charitable purposes in any way connected with the purpose of the Association or in furtherance of its objects.
- (n) Undertake and execute any charitable trust or trusts which may lawfully be undertaken by the Association and which may be necessary for attainment of the said objects.

- (o) Accept (or refuse to accept) any donation, gift or bequest or other transfer or disposition of property, moveable or immovable, in favour of the Association and which is not in the opinion of the Association calculated to impede the objects.
- (p) Take such lawful steps by personal or written appeals, public meetings or otherwise as may from time to time or at any time to be thought necessary for the purposes of procuring money, property or rights of any kind and apply the same for the purposes of the Association.
- (q) Adopt any other programmes or projects necessary for the teaching, propagation and preservation of the Jain and Hindu philosophies and cultural heritage.
- (r) Propagate the values of the Jain and Hindu order of living to the masses through all forms of mass media without detracting from the dignity and value of the subject.
- (s) Perform or cause to be performed all incidental activities to attain the objects specified and though so afterwards to serve humanity and all other forms of life within the ecological system in the Jain and Hindu mode and tradition.
- (t) Send or receive delegations from various parts of the world in the cause of dissemination of Jain and Hindu philosophies and knowledge.
- (u) Establish, undertake, procure, to put into effect, implement, oversee or carry out medium or long term project or projects, involving land and buildings and construction works, so as to provide for places of worship including facilities for celebrating important religious events in the Jain and Hindu calendars, and to provide for facilities for other functions of a religious nature such as celebration of births, rituals of marriages, the performance of rites relating to deaths and the employment and accommodation of priests. Of necessity, such project or projects, for ensuring smooth running and ultimate completion, require and demand management skills, experience and fund raising professionalism. For these reasons, the General Body, comprising of members attending and voting at the General meeting, upon recommendation of the Executive Committee and the Board of Trustees, may appoint not less than seven but not more than ten advisors amongst the members of the Association to serve on special committee or committees. This will be for the purpose of supervising and overseeing such projects in their entirety to ensure their successful completion. These advisors, acting as co-ordinator, shall have no other executive function or functions and shall report directly to the Executive Committee from time to time in order to obtain sanction on matters of policy. Members of the Executive Committee and Board of Trustees can be invited to serve on special committee or committees. This special committee of advisors shall work very closely with the Executive Committee of the day. Clause 8 (n), subsections (a) to (i), shall apply to such advisors except, where relevant, replacing the words 'Executive Committee' with the words 'Advisory Committee'.
- (v) The Association shall have the power to affiliate to or co-ordinate with other charitable organisation or organizations with similar objects.
- (w) Do all other lawful things as are necessary for attainment of said objects.

4. MEMBERSHIP

- (a) Membership of the Association shall be open to all persons belonging to the Community, aged eighteen and over, subject to prior approval of the Executive Committee. Application for the membership for any of the categories hereinafter provided shall be made to the Executive Committee in the prescribed form obtainable from the Membership Secretary or the Association's website or other publications. Any application whether new or renewal, received thirty days prior to any general meeting, shall not be approved until after the conclusion of the said general meeting. Anyone refused membership by the Executive Committee shall have the right of appeal against this decision in accordance with clause 5

hereof. A register of members shall be kept by the Membership Secretary and shall be updated at regular intervals and shall be reconciled to the Association's financial records.

- (b) Any person belonging to Jain or Hindu communities, but not the Navnat Vanik Community, in particular, may be granted annual Associate membership of the Association subject to prior approval of the Executive Committee. Such an Associate member will have no voting right at any of the Association's meetings nor will be eligible to hold a post or place in its Executive Committee, or on its Board of Trustees.
- (c) For the purpose of this clause, Navnat Vanik Community (referred to as 'The Community') consists of the following sub-castes of Vaniks on a historical and traditional basis: Dasha Shrimali, Visa Shrimali, Dasha Sorathia, Visa Sorathia, Modh, Khadayata, Porwad, Kapol and Shrimali Vanik Soni.
- (d) There will be Annual members, Life members and Paid Patrons comprising in the General Body of the Association, hereinafter called the General Body.
- (e) Persons of good standing, high calibre and those who have contributed to the cause of the Association and/or the Community shall (will) be invited to be Honorary Patrons. Such appointment or appointments shall only become valid after the nomination/proposals have been fully considered and approved by not less than 75% of those attending and voting by a secret ballot at a joint meeting of the Executive Committee and the Board of Trustees specially convened for this purpose. Any decision reached at such meeting shall be final.

5. TERMINATION OF MEMBERSHIP

The Executive Committee shall have the right for good and sufficient cause or reason to refuse application or to terminate the membership of any member provided that the applicant or the member concerned shall have the right to be heard by the Executive Committee before a decision is made. Within sixty days of such a decision having been reached, the individual shall have a further right to appeal to either the Board of Trustees or to the General meeting of the Association (General Body) following the termination of his/her membership. The decision of the General Body or the Board of Trustees as the case may be shall be final and binding.

6. SUBSCRIPTIONS

All members and paid patrons shall pay such subscription as recommended by the Executive Committee and approved by the General Body. Annual membership will be for one calendar year. Any such recommendation by the Executive Committee shall be subject to approval by the Board of Trustees.

7. OFFICERS

(a) Honorary Officers

- (i) The Annual General Meeting of Association shall elect each year a President, Vice President, General Secretary, Joint Secretary, Membership Secretary, Hall Secretary, Treasurer and an Assistant Treasurer and such other Honorary Officers as it may require for the proper conduct of the Association's business. All Honorary Officers of the Association shall be ex-officio members of the Executive Committee.
- (ii) No person will be eligible to become President, Vice President, Secretary or Treasurer, if he/she has held the post of President for four years out of eight years up to the date of the AGM. Also the nominee for the post of President must have been a voting member of the Executive Committee for at least two of the previous four years. For the purpose of this clause, a year is the period between one AGM to another AGM and any such period of less than a year will be treated as one year.

- (iii) No person will be eligible to become Vice President, Secretary or Treasurer, if he/she has held the same post for four years out of eight years up to the date of the AGM. For the purpose of this clause, a year is the period between one AGM to another AGM and any period of less than a year will be treated as one year.
- (iv) The Executive Committee shall invite nominations for the post of all honorary officers and seven members of the Executive Committee by sending a request for written nominations and nomination forms for this purpose shall be issued with the notice of the AGM and shall also be made available via the Association's website or other media.
- (v) A duly completed nomination form, signed by the candidate, proposer and seconder, as specified in clause 7 (a)(iv) must be delivered to the Chairperson of the Board of the Trustees at least 14 days before the date of the AGM in a sealed envelope. A member can submit nominations for more than one post. The candidate, proposer and seconder must all be members of the Association.
- (vi) The Chairperson of the Board of Trustees shall with the help of General Secretary arrange a joint meeting of Executive Committee and The Board of Trustees at least 10 days before the AGM to open all sealed envelopes received from the nominees, The General Secretary will submit the names of the candidates to the AGM. If no nominations have been received for any of the above post or nomination received is withdrawn by the nominee, then nomination for that post can be accepted from the floor at the General Meeting.
- (vii) If the total number of nominations received for the membership of the Executive Committee (other than office bearers) is less than eight, then all the nominees shall be automatically declared elected in the General Meeting. The General Meeting shall invite nominations from the floor. If the total number of the nominations is less than seven then election shall be conducted only for the remaining number of the Executive Committee to make up their total number to seven. (and then election shall be conducted only for the remainder of the Executive Committee so as to make up their total number to seven).
- (viii) Clause 7(a) (ii) and 7(a) (iii) will not be applicable if nominations have not been received for the aforesaid posts.
- (ix) A person will not be eligible to be a nominee either as office bearer or as a member of the Executive Committee if he or she is disqualified by virtue of clause 8(n).

(b) Paid Officers

The Executive Committee shall have the power to appoint and dismiss any paid officers of the Association as it may from time to time determine.

8. EXECUTIVE COMMITTEE

- (a) The management of the Association shall be vested in the Executive (hereinafter called the "Executive Committee") under the overriding authority of the AGM or Special General Meeting convened for the purpose.
- (b) The Executive Committee shall consist of 7 members elected by and from members of the Association as hereinafter provided, and from the Honorary Officers of the Association as hereinafter provided and immediate past President of the Association.
- (c) The Executive Committee shall have the power to co-opt additional members who shall be the members of the Association, provided that the number of co-opted does not exceed one third of the total members of the elected and ex-officio members. Co-opted members shall have no vote.
- (d) All members of the Executive shall retire annually, but shall be eligible to be elected or co-opted again, subject to provision of section 7(a) (ii) and section 7(a) (iii).

- (e) A meeting of the Executive Committee at which a quorum is present shall be competent to exercise all the authorities, powers and discretion given by or under the regulations of the Association, for the time being vested in the Executive Committee generally.
- (f) The Executive Committee shall have powers to appoint such sub-committees as it may from time to time decide and determine their powers and terms of reference. All acts and proceedings of such committee must be reported for approval to the Executive Committee at the earliest opportunity. The meetings and the proceedings of any sub-committee shall be governed by the provisions of the Executive Committee.
- (g) The Executive Committee shall meet at least once every two months and notice of every such meeting together with the Agenda to be discussed thereat and a copy of the minutes of the previous meeting shall be sent individually to all members of the Executive Committee and Board of Trustees either by post or electronic means, at least seven days before the meeting.
- (h) A resolution in writing signed by all the members of the Executive Committee for the time being entitled to receive notice of a meeting thereof shall be valid and effective as if it had been passed at a meeting of the Executive Committee duly convened and held.
- (i) In the interest of the Association and to avoid any possible conflict of interest, no member of the Executive Committee or the Board of Trustees shall involve into any personal/commercial activity which may conflict with similar activities normally undertaken by the association.
- (j) The Executive Committee may invite any person or persons to attend their meetings as observer(s) but without powers to vote.
- (k) The Executive Committee shall act as liaison between other institutions and the Association.
- (l) The Executive Committee may fill any casual vacancy (up to a maximum of two such vacancies) arising in the Executive Committee. Any person appointed to fill such a vacancy shall hold office until the conclusion of the next following AGM of the Association.
- (m) The Executive Committee shall foster harmonious relationships between the members of the Navnat Vanik Community and people of different religions and cultures.
- (n) A member of the Executive Committee (including Honorary Officers) shall cease to be part of the Executive Committee if he or she:
 - i. resigns;
 - ii. is convicted of an offence involving moral response;
 - iii. is adjudged insolvent or is an undischarged bankrupt;
 - iv. has made compositions with creditors and has not been discharged or has undischarged County Court Judgment against his name;
 - v. has been convicted at any time of any offence involving deception or dishonesty;
 - vi. has at any time, been removed from office by the Charity Commissioners or by the Courts in England, Wales or Scotland because of misconduct;
 - vii. is disqualified from being a company director;
 - viii. has failed to make payments under the county court administration orders;
 - ix. is found guilty of misconduct or is carrying on activities which in the opinion of the Executive Committee are detrimental and harmful to the interests of the Association, provided that he or she shall have the right to be heard by the Grievance Committee. The decision of the Grievance Committee will be final. The Executive Committee member involved shall remain suspended and shall also be disqualified to be part of any other Association's Committee until the Grievance Committee has concluded the matter;
- (o) the Executive Committee shall appoint and maintain a five member Grievance Committee consisting of persons of good standing who have contributed to the cause of the Association and/or the Community and as per the further Guidelines referred to in clause 13(a);
- (p) if the President is unable to act due to ill health, holiday or for any other reason, the Vice President will assume the responsibility of the President during the period when the President is unable to so act.

9. ANNUAL GENERAL MEETING ('AGM')

Once in each calendar year, not earlier than nine months, and not later than fifteen months from the date of the last such AGM, the Executive Committee shall call by giving thirty days notice to all members, an AGM which all members shall be entitled to attend for the purpose of:-

- (a) Receiving annual reports of the Executive Committee and the Board of Trustees.
- (b) Receiving and adopting the annual audited statements of accounts.
- (c) Appointing Auditor or Auditors.
- (d) Receiving recommendations of the Executive Committee and the Board of Trustees in respect of the subscription rates payable by different categories of members in accordance with clause 6 hereof.
- (e) Voting on any proposals of which the General Secretary has been notified in writing at least sixty days before the date of the meeting.
- (f) Any other business with the permission of the Chair.

10. ANNUAL GENERAL MEETING – ELECTIONS

The AGM shall continue for the purpose of:-

- (a) Electing Honorary officers of the Association in accordance with clause 7(a) hereof.
- (b) Electing seven members to serve on the Executive Committee in accordance with clause 8(b) and 8(c) hereof.
- (c) If the AGM fails to elect the President, the General Secretary and the Treasurer, and a minimum of 8 members of the Executive Committee (out of total of 15 members as prescribed in this constitution), then the election will be treated as void and the retiring Committee shall continue in Office.
- (d) After an election is declared void as per clause 10(c) above, an Extra-ordinary General Meeting shall be called within 45 days, where the meeting will be treated as a normal AGM and the restriction of having to elect a minimum of 8 members shall not apply and, furthermore, in such circumstances, the quorum for the Executive Committee meetings shall be the total number of committee members so elected.

11. SPECIAL GENERAL MEETING

- (a) The President or the General Secretary of the Association as directed by the decision taken by the Executive Committee, may by giving not less than thirty days notice to all members, call a special General Meeting for transacting business of urgent and/or important nature.
- (b) The President or the General Secretary shall within twenty one days of receiving a written request to do so, signed by not less than ten percent of the total valid membership for the time being, of the Association, having power to vote, or one hundred (100), whichever is lower, and giving reasons for the request, call a Special General Meeting by giving not less than thirty days notice to members for transacting the specified business only.

12. RULES OF PROCEDURE AT ALL MEETINGS

(a) VOTING

Subject to the provision of clause 4, clause 15(b), clause 17 and clause 18, all questions arising at the meeting shall be decided by a simple majority of those present and voting, and entitled to vote thereat. No member shall cast more than one vote, but in case of equality of vote, the chairman shall have a second or casting vote.

(b) QUORUM

- (i) One half of the members shall form a quorum at the meeting of the Executive Committee, and all other committees.
- (ii) Seventy voting members shall form a quorum at any General Meeting of the Association. If within an hour from the time appointed for the meeting, a quorum is not present the meeting is convened upon the requisition of the members shall be dissolved: in any other case it shall stand adjourned to such other day and to such other time and place as the Executive Committee may determine by giving formal notice in writing to the members and if at the adjourned meeting a quorum is not present within an hour from the time appointed for the meeting the members present shall be a quorum. The adjourned meeting shall be reconvened by the Executive Committee as soon as practical at the first available opportune time.
- (c) A notice of any meeting may be served by the Association either personally, by sending through electronic means or through the post in prepaid letter addressed to such member at his registered address as appearing in the Register of Members. The accidental omission to give in the notice thereof shall not invalidate any resolution passed, or proceeding heard, at any meeting.

13. STANDING ORDERS AND RULES

- (a) The Executive Committee shall have the power to adopt and issue standing orders, rules, bye-laws and set up guidelines for the appointment of trustees, Grievance Committee and Honorary Patrons. These shall come into operation immediately provided always, that, where applicable, they shall be subject to review and ratification by the Annual or Special General Meeting and shall not be inconsistent with the objectives of the Association and provisions of this constitution.
- (b) The present freehold property of the Association, Navnat Centre, and any future property of any tenure shall be opened and closed at such hours as may from time to time be stipulated by the Executive Committee. It being the policy of the Association not to do or permit to be done in or near the premises any act which may cause or become a nuisance, annoyance, danger or damage to the Association of occupiers of the neighbouring premises or the neighbourhood. It shall be the policy of the Association to conform to the local by-laws on noise and other restrictions from time to time.

14. FINANCE

- (a) All monies raised by or on behalf of the Association shall be applied to further the objects of the Association, and for no other purpose. Besides membership subscriptions the Association shall have the power to raise money by means of donations, gifts, legacies, covenants, grants from other trusts or organisations and fund raising events. Any expenditure, on a single project or a single item, amounting to in excess of £25,000, shall be carried out only after approved at a joint meeting of the Executive Committee and the Board of Trustees.
- (b) The honorary Treasurer shall keep proper account of the finances of the Association by maintaining and keeping proper books of account, receipts, vouchers, correspondence etc. The Treasurer shall also prepare management accounts and budgets giving estimates of income and expenditure (updated as deemed necessary) and present the same to the Executive Committee at regular intervals. The members of the Board of Trustees shall be entitled to receive the same whenever prepared.
- (c) The Accounts shall be audited at least once a year by a qualified auditor or auditors who shall be appointed at the AGM.

- (d) The audited statements of accounts for the last financial year shall be submitted by the Executive Committee to the AGM.
- (e) The President, Vice President, Treasurer and General Secretary must all be signatories for all banking purposes. The bank accounts shall be operated jointly by any two of the signatories. The account(s) shall be maintained in the name of the Association. Such funds as are surplus to the day to day management of the financial affairs of the Association (subject to the Executive Committee retaining a sum not exceeding £20,000 (being part of this excess) to cover for the contingencies or otherwise, shall be transferred to a separate account or accounts in accordance with clause 14(f) hereof. The said sum of £20,000 shall be reviewed and revised each year by the new Executive Committee in consultation with the Board of Trustees, as soon as practical, in the light of any experience or recommendations made by the outgoing Executive Committee.
- (f) The Trustees and the Executive Committee shall jointly maintain additional bank, building society or other investment account(s) in the name of the Association and shall manage jointly such surplus funds as hereinbefore provided. Any two members comprising of the Board of Trustees and, any two out of four authorised signatories representing the Office Bearers as provided at 14(e), shall be the signatories. The Account shall be operated jointly by one of the Trustee signatory and one of the Executive Committee signatory. For the avoidance of any doubt, there shall be four signatories for the purpose of this paragraph.

15. BOARD OF TRUSTEES

- (a) There shall be a resident Board of Trustees comprising of five members, who must be paid Patrons or Life Members of the Association of at least two years standing and have regularly participated in the Community's activities.
- (b) These trustees shall be appointed at the AGM after taking into consideration the recommendations made by the outgoing Executive Committee such trustees shall not be members of the Executive Committee during their term of office. A person will not be eligible to be a nominee either as a Trustee, if he or she is disqualified by the virtue of clause 15(p).
- (c) Every year one of the five Trustees must retire at the AGM just before the election, in order of length of service on the Board.
- (d) In case of any casual mid-term vacancy due to resignation, removal from office, death or whenever the Board reports of long absence from the country by any Trustee, such vacancy will be filled by the Executive Committee and until such time, the remaining trustees will carry on as Board of Trustees.
- (e) Majority of Trustees. In case of an impasse, the decision of the Annual General or Special General Meeting taken by two thirds majority shall be final.
- (f) The Trustees shall with such consent as is by law required deal with the property so vested in them by the way of sale, mortgage, charge, lease or otherwise however directed by the Executive Committee.
- (g) The Trustees shall not interfere with the day to day working of the Association as long as the Executive Committee operates within the provision of this constitution. The Trustees shall primarily aim at maintaining and upholding objects of the Association and shall concern themselves with planning for the long term prosperity of the Association. For the avoidance of any doubt, the Trustees are Bare Holding Trustees and not regulating Trustees within the meaning of the Charities Acts, and, as such, they are not responsible for the regulation of the Association.

- (h) The Board will elect a Chairperson and a secretary from amongst themselves to conduct their business, hold quarterly meetings, record minutes and liaise with the Executive Committee at all times. For this purpose the President of the Association shall become an ex-officio member of the Board of Trustees, with no voting right.
- (i) The Board will be reimbursed such expenses it may incur on the Association's business which will be reasonable and justifiable as approved by the Executive Committee.
- (j) In case of any dispute with the Executive Committee which remains unresolved, the Trustees (or the Executive) shall have the right to be heard by the Members at General Meeting of the association with that matter clearly specified on the agenda of such meeting. If the Executive Committee is unwilling to act then the Board of Trustees shall have the right to call a Special General Meeting of the Association by giving no less than thirty days notice to members, with the business to be transacted clearly specified in the agenda.
- (k) If an absolute majority of the Executive Committee aggrieved due to the misuse of the power by the office bearers and/or irregular functioning of the committee and on failing to get any positive response from the committee or persons concerned, appeals in writing to the Board of Trustees, then the Board may call a Special General Meeting of the Association to consider dissolution of the relevant committee and elect a new Executive Committee in place thereof.
- (l) Trustees shall have powers to accept or refuse donation, gift or bequest or other transfer or disposition of property, moveable or immovable, in favour of the Association.
- (m) Trustees shall be entitled to receive notice, agenda and minutes of every meeting of the Executive Committee. Trustees shall also have the right to attend meetings of the Executive Committee as observers but with no voting rights.
- (n) Every Trustee shall be at liberty to retire or resign by giving written notice addressed to the Executive Committee. A Trustee so resigning shall cease to be a Trustee on acceptance of the resignation by the Executive Committee and not before.
- (o) The real property and investments (if any), other than bank and building society deposits, of the Association shall be held in the names of not less than three nor more than four individuals as Trustees who shall administer the same in all respects in accordance with the direction of the Executive Committee. The decision of the Trustees in respect of the condition for the use of the property shall be final. Such a decision shall not be arrived at without consultation with the Executive Committee.
- (p) The Trustee shall cease to be a Trustee if he or she:
 - (a) resigns;
 - (b) is removed from trusteeship in accordance with provision of this constitution;
 - (c) is convicted of an offence involving moral response;
 - (d) is adjudged insolvent or is an undischarged bankrupt;
 - (e) has made compositions with creditors and has not been discharged or has undischarged County Court Judgment against his name;
 - (f) has been convicted at any time of any offence involving deception or dishonesty;
 - (g) has at any time, been removed from office by the Charity Commissioners or by the Courts in England, Wales or Scotland because of misconduct;
 - (h) is disqualified from being a company director;
 - (i) has failed to make payments under the county court administration orders;
 - (j) is found guilty of misconduct or is carrying on activities which in the opinion of the Executive Committee are detrimental and harmful to the interests of the Association, provided that he or she shall have the right to be heard by the Grievance Committee. The decision of the Grievance Committee will be final. The Trustee member shall remain suspended and shall also be disqualified to be part of any other Association's Committee until the Grievance Committee has concluded the matter.

16. INDEMNITY

The Executive Committee and all its Honorary officers and members of the Board of Trustees while in performing their honorary duties under the constitution and rules thereof shall be indemnified by the Association from its funds and property in respect of any loss, damages and/or cost of any legal proceedings, awards etc., except where the exercise of their powers or duties are ultra vires.

17. DISSOLUTION

If the Executive Committee by two thirds majority decide at any time that on the grounds of expenses or otherwise, it is necessary or advisable to dissolve the Association, it shall call a meeting of all members of the Association who have power to vote. Not less than thirty days notice (stating the terms of the resolution to be proposed thereat) shall be given to members either individually or by advertising in a national newspaper. The quorum for such meeting shall be not less than 300 voting members.

If such a decision shall be confirmed by a 75% majority of those present and voting at such a meeting, the Executive Committee shall have power to dispose of any assets held by, or in the name of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be applied to such other charitable organisation or organizations having objects similar to some or all of the objects of the Association, as the Executive Committee may decide and as may be approved by Charity Commissioner for England and Wales.

19. GENERAL

1. Any proposal to alter the constitution must be delivered in writing to the General Secretary of the Association not less than sixty days before the date of the meeting at which it is first to be considered. An alteration/addition/deletion shall require the approval of both : -

(a) A simple majority of members of the Executive Committee present and voting at the General Meeting; and

(b) A two thirds majority of members of the Association present and voting at the General Meeting.

The General Secretary shall circulate such proposed alteration, amendment, addition and/or deletion to members together with the notice of such meeting to be held in accordance with normal procedures.

2. No alteration to the Objects clause 2, the Dissolution clause 18 or clause 19.1 and 19.2 shall be made without the prior consent of the Charity Commissioners.

3. Interpretation: words expressed in the singular or masculine sense also encompass words in the plural and feminine sense, respectively.

Amended constitution duly approved by the Extraordinary General Meeting held on 19 July 2009, with further changes being approved at the AGM held on 10 April 2011.

BHUPENDRA SHAH
(PRESIDENT)

Dipakkumar Shah
(ACTING GENERAL SECRETARY)