

CONSTITUTION

GAA London

Revision 3.5
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1. Name of the Association.

The name of the Association shall be Gujarati Arya Association - London, hereinafter called "the Association".

2. Administration.

Subject to the matters set out below the Association and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee, constituted by clause 5 of this constitution.

3. Objects.

The object of the Association is to promote any charitable purpose for the benefit of persons belonging to the Gujarati Mochi Community (hereinafter called "the Community") either by descent or marriage, residing primarily in the United Kingdom.

4. Membership of the Association.

- a) The membership of the Association shall be open to all persons aged 18 years and over, interested in furthering the objects and who has paid the relevant subscription as laid down from time to time by the Executive Committee, and shall be classed as the following:
 - (i) Patron.
A person who has paid the subscription for this class of membership shall become a patron of the Association for the whole of his/her life;
 - (ii) Life Member.
A person who has paid the subscription for this class of membership shall become a member of the Association for the whole of his/her life;
 - (iii) Annual Member.
A person who has paid the subscription for this class of membership shall become a member of the Association for the calendar year. Annual membership runs from 01 January to 31 December in all cases.
- b) All new applications shall be granted membership subject to approval by the Executive Committee. Applications will not be withheld unreasonably and applicants will have the right to appeal to the executive committee and trustees before a final decision is made.
- c) The benefits of all the membership classifications shall extend to any spouse of the member so created.
- d) A person who is aged 18 years or over, is a child of a member and is in full-time education will be extended the benefits of membership but will not have any voting rights.
- e) In the event of the bereavement of a member, the membership will be transferred to the legal spouse of the said member.
- f) Any member wishing to be a member of a higher class of membership may do so by paying the difference in subscription fixed for that class at the time of upgrade application.
- g) All membership subscriptions shall be payable in full on application, and once paid will not be refundable.
- h) The Executive Committee may for good reason and by a majority vote of at least two thirds, suspend or terminate the membership of any member, provided that the individual concerned shall have the right to be heard by the Executive Committee and Board of Trustees, before a final decision is made.
- i) Benefits of Membership:
 - (i) Every member of the Community shall be entitled to attend the General Meetings of the Association.
 - (ii) Only member's can take part in the deliberations thereof.
 - (iii) Each member is entitled to cast one vote in any election or any activity that requires general membership approval.

- (iv) The right to vote shall be restricted to those members who have paid their subscriptions at least 28 Days before the day of any elections.

5. Executive Committee.

- a) The Management of the Association shall be vested in the Executive Committee.
- b) The Executive Committee of the Association shall consist of not less than 11 members nor more than 17 members, being:
 - (i) the Honorary Officers, constituted by clause 6 of this constitution;
 - (ii) not less than 5 and not more than 11 members elected at the biennial general meeting who shall hold office from the conclusion of that meeting.
- c) Elections for the appointment of the Executive Committee shall be held biennially.
- d) A member shall only be elected to the Executive Committee if he/she is personally present at the general meeting or if he/she has submitted a written proxy to the Executive Committee before the elections.
- e) All the members of the Executive Committee shall retire from office together at the end of the biennial general meeting next after the date on which they came into office but they may be re-elected or re-appointed.
- f) No more than two members of the same immediate family shall be members of the Executive Committee concurrently.
- g) No member shall be elected to the Executive Committee unless he or she has been a member for at least 28 days prior to the day of the general meeting.
- h) The Executive Committee member's position shall be declared vacant during his or her term by resignation, death, criminal offence, imprisonment, bankruptcy, insolvency or insanity. The vacancy so created shall be filled in at any general meeting for the remaining term.
- i) All members of the Executive Committee shall be reasonably expected to attend all scheduled meetings. If any member fails to show adequate participation in scheduled meetings or acts directly or indirectly prejudicial to the general interests of the Association, the Executive Committee shall issue to the member a written warning. If any member receives three warnings in one particular term of office, the Executive Committee shall have the power to expel him/her from the Executive Committee after a majority decision made by both the Executive Committee and Board of Trustees and the post shall be deemed to be vacant.
- j) Any member wishing to be elected into the Executive Committee must declare if they act as a 'charity trustee' for any other charities or organisations.

6. Honorary Officers.

Honorary Officers shall consist of not less than 4 members nor more than 6 members who will form part of the Executive Committee of the Association..

- a) At the biennial general meeting the members shall elect from amongst themselves a President, a Vice President, a Secretary, an Assistant Secretary, a Treasurer and an Assistant Treasurer (hereafter called "the Office Bearers"), who shall hold office from the conclusion of that meeting.
- b) No member shall be elected to the position of an Office Bearer without having had previously served at least one term as a member of the Executive Committee of the Association.
- c) Any person who is not a member of the Association shall not be elected to the Executive Committee.

7. Duties of Office Bearers.

- a) The President is generally responsible for the welfare of the Association, for the maintenance of harmony among members and the dignity of the Association. He or she shall preside over all the meetings of the Executive Committee.

- b) The Vice-President shall assist with the duties and responsibilities of the President and shall assume the position of President in his or her absence.
- c) The Secretary, besides exercising a general supervision of the detailed working of rules of the Constitution of the Association shall also:
 - (i) keep and record in the minute book or books, minutes of all meetings;
 - (ii) convene all meetings in consultation with the Office Bearers and issue notices of meetings as prescribed in the constitution, and in urgent circumstances shall convene a meeting under the direction of the President. In the case of an emergency meeting, this can be called at any time but only with the express consent of the majority of the Executive Committee;
 - (iii) conduct correspondence and implement the decisions of the general and committee meetings. In case of urgent circumstances special correspondence shall be attended in consultation with the President;
 - (iv) keep in safe custody the files and other records of the Association;
 - (v) present and submit for approval to the Executive Committee, the minutes of meetings;
 - (vi) not at any time retain a sum in excess of £250.00 as imprest;
 - (vii) make all files and documentation available on a written request by any member of the Association or a verbal request by a member of the Executive Committee for reference or inspection purposes. Except for special circumstances, as agreed by the Executive Committee, copies will be allowed to be retained if permission has been granted by the Executive Committee.
- d) The Assistant Secretary shall assist with the duties of the Secretary and shall act as Secretary in his/her absence.
- e) The Treasurer in addition to keeping a general control over the finances of the Association shall:
 - (i) collect, receive and pay money on behalf of the Association;
 - (ii) keep such books or records of accounts as may be required by the Executive Committee.
 - (iii) be responsible for the correct accounting of all receipts, payments and the safe custody of monies of the Association;
 - (iv) maintain and update Rolls of members;
 - (v) deposit all monies received into approved bank accounts or institution;
 - (vi) pass and issue receipts in approved form for all monies received by him or her on behalf of the Association;
 - (vii) not at any time retain a sum in excess of £200.00 as imprest.
- f) The Assistant Treasurer shall assist with the duties of the Treasurer and shall act as Treasurer in his/her absence.

8. Powers of the Executive Committee.

In furtherance exclusively of the foregoing main object, the Executive Committee may exercise the following powers:

- a) To raise funds by the way of contributions, donations, subscriptions, legacies, grants, gifts and by any other lawful methods;
- b) To make contacts and unite with all similar organisations in Greater London and United Kingdom in general;
- c) To create, preserve and promote awareness of the Hindu culture;
- d) To develop and promote good communication and good relations between persons of different ethnic groups;
- e) To provide bursaries, scholarships or grants to be awarded to persons within the Community;
- f) To purchase, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use with the approval of the Board of Trustees;

- g) To sell, lease or dispose of all or any part of the property of the Association with the approval of the Board of Trustees subject to any consents required by law;
- h) Subject to any consents required by law to borrow money and to charge all or any part of the property of the Association with repayment of the money so borrowed;
- i) To employ such staff (who shall not be members of the Executive Committee) as are necessary for the proper pursuit of the objects;
- j) To establish or support any charitable trusts, associations or institutions formed for all or any of the objects;
- k) To appoint sub-committees for the fulfilment of specific projects or generally for more concerted planning, organisation or execution of the Association's activities. The Executive Committee will determine their powers and terms of reference. All sub-committees shall promptly report back to the Executive Committee on actions taken under the delegated powers.
- l) To administer the running of the Association in conformity with the aims and objects of the Association.
- m) To administrate and implement the directions of any General Meeting and to keep true and accurate accounts thereof.
- n) To appoint or terminate the services of any employees of the Association and to fix the period, terms and conditions of such employees.
- o) To be reimbursed for their necessary receipted expenses properly incurred in advancing the objects of the Association.
- p) To do all such other lawful things as are necessary for the achievement of the objects.

9. Determination of Membership of Executive Committee.

A member of the Executive Committee shall cease to hold office if he or she:

- a) is disqualified from acting as a member of the Executive Committee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
- b) becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
- c) is absent without the permission of the Executive Committee from any meetings held within a period of three months and the Executive Committee resolves that his or her office be vacated; or
- d) notifies to the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the notice of resignation is to take effect).

10. Meetings and proceedings of the Executive Committee.

- a) The Executive Committee shall meet at least once a quarter and notice of every such meeting be given at least a week in advance.
- b) The President or in his or her absence, the Vice President of the Association shall preside as Chairman at every meeting of the Executive Committee or if neither is present within fifteen minutes after the time appointed for holding of the meeting or if neither is willing or unable to act, the members of the Executive Committee shall elect one of their members to be the chairman of the meeting.
- c) There shall be a quorum when at least two thirds of the number of members of the Executive Committee for the time being, are present at a meeting.
- d) The Meeting will commence if the necessary quorum has been formed after the appointed time. If the quorum is not formed within half an hour of the appointed time of the meeting, the members present shall decide to call an adjourned meeting at any time.

- e) No quorum shall be necessary at any adjourned meeting.
- f) Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question but in the case of equality of votes the chairman of the meeting shall have a second or casting vote.
- g) In the event of a difference of opinion arising relating to the interpretation of the provisions of the terms and conditions, the decision of the Executive Committee shall be final and binding on the sub-committees.
- h) The Executive Committee shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the Executive Committee and any sub-committee.
- i) The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution. Subject to approval from the board of trustees.
- j) The Executive Committee shall fill in any vacancy arising during a term, but if any such vacancy occurs for the posts of the President or on the resignation of five or more members together, the Executive Committee shall convene an extra ordinary general meeting within two months to elect and fill in such vacancies.

11. Board of Trustees.

- a) There shall be minimum of three and maximum of five Custodian Trustees who shall look after the welfare and prosperity of the Association and shall manage the 'moveable and immovable properties' of the Association decided by the Executive Committee.
- b) Trustees shall be elected every two years at the same biennial general meeting when elections for the Executive Committee are held.
- c) No more than one member of the same immediate family shall be a member of the Board of Trustees concurrently.
- d) The Trustees shall be Patrons or Life Members of the Association.
- e) The Trustee's position shall be declared vacant during his or her term by resignation, death, criminal offence, imprisonment, bankruptcy, insolvency or insanity. The vacancy so created shall be filled in at any general meeting for the remaining term.
- f) The Trustees shall not impede any work or activities undertaken by the Executive Committee in accordance with the rules, regulation and objects or on the orders received from the general meeting of the Association.
- g) If any Trustee at any time refuses to adhere to the rules and regulations of the Association, shows inactive participation or acts directly or indirectly prejudicial to the general interests of the Association, he or she may be expelled as Trustee by a majority decision made by both the Executive Committee and Board of Trustees.
- h) Any member wishing to be elected into the Board of Trustees must declare if they act as a 'charity trustee' for any other charity or organisation.

12. Finance and Accounts.

- a) The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to:
 - (i) the keeping of accounting records for the Association;
 - (ii) the preparation of annual statements of account for the Association;
 - (iii) the auditing or independent examination of the statements of account of the Association; and
 - (iv) the transmission of the statements of account of the Association to the Commission.
- b) The funds of the Association, including all donations contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of the Association at such bank as the

Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the Executive Committee who shall be Honorary Officers.

- c) The funds belonging to the Association shall be applied only in furthering the objects.
- d) The financial year of the Association shall be from 1st January to 31st December.
- e) No expenditure exceeding £2,000.00 shall be incurred without the prior sanction of the Board of Trustees.
- f) Properly receipted vouchers shall support all expenditure for all sums over £1.00. Expenditure of under £1.00 for which it may be inconvenient to obtain proper receipts may be supported by a voucher certified by any of the Office Bearers.
- g) An independent examiner or auditor shall certify the accounts of the Association annually.

13. Auditor.

- a) An independent examiner or auditor shall be appointed at the Biennial General Meeting.
- b) The independent examiner or auditor shall not be a member of the Executive Committee.
- c) He or she shall have the right of access to all books, accounts and vouchers relating thereto.
- d) The independent examiner or auditor shall submit a report and accounts to the Executive Committee who will in turn present them to the Trustees for approval for presentation at the Biennial General Meeting.

14. Property.

- a) Subject to the provisions of sub-clause (b) of this clause, the Executive Committee shall cause the title to:
 - (i) all land held by or in trust for the Association which is not vested in the Official Custodian for Charities; and
 - (ii) all investments held by or on behalf of the Association;

to be vested either in a corporation entitled to act as custodian trustee or in not less than three individuals appointed by them as holding trustees. Holding trustees may be removed by the Executive Committee at their pleasure and shall act in accordance with the lawful directions of the Executive Committee. Provided they act only in accordance with the lawful directions of the Executive Committee, the holding trustees shall not be liable for the acts and defaults of its members.

- b) If a corporation entitled to act as custodian trustee has not been appointed to hold the property of the Association, the Executive Committee may permit any investments held by or in trust for the Association to be held in the name of a clearing bank, trust corporation or any stockbroking company which is a member of the International Stock Exchange (or any subsidiary of any such stockbroking company) as nominee for the Executive Committee, and may pay such a nominee reasonable and proper remuneration for acting as such.

15. Annual Report.

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commission.

16. Annual Return.

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commission.

17. Biennial General Meeting.

There shall be a Biennial General Meeting of the Charity which shall be held every 2 years between the months of April and September or as soon as practicable thereafter and upon a date appointed by the Executive Committee.

- a) Notice of the Biennial General Meeting shall be given to the members of the Association at least twenty-eight days prior to the meeting date.
- b) The Biennial General Meeting shall be held for the following purposes:
 - (i) Confirmation of the minutes of the Biennial General Meeting or any General meeting held since the last Biennial General Meeting.
 - (ii) Elections for the posts of the Executive Committee and Board of Trustees.
 - (iii) Presentation by the Treasurer of the Biennial report and audited or certified accounts.
 - (iv) Any other business with the permission of the chairman.

18. Special General Meeting.

The Executive Committee for the transaction of urgent business may call a Special General Meeting at any time and a notice of such a meeting shall be given at least seven days prior to the date of the meeting.

19. Extra-Ordinary General Meeting.

The Executive Committee shall convene an Extra-Ordinary General Meeting on receipt of written requisition duly signed by at least one-fifth of the members of the Association or fifty such members whichever is less and stating the purpose of the requisition and members shall be notified at least fourteen days prior to the date of the meeting. Should however the Executive Committee fail to convene a meeting within fourteen days from the date of the receipt of the request, the requesters may themselves call the meeting giving not less than fourteen days notice to members. No subject other than the specified subject for whom the meeting is convened shall be discussed at the meeting.

20. Procedure at General Meetings.

- a) The President or in his or her absence, the Vice President of the Association shall preside as Chairman at every General Meeting of the Association.
- b) The Secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every general meeting of the Association.
- c) There shall be a quorum when at least one-fifth of the members of the Association or fifty such members, whichever is less, are present at any general meeting.
- d) The Meeting will commence if the necessary quorum has been formed after the appointed time. If the quorum is not formed within half an hour of the appointed time of the meeting, the Chairman shall decide to call an adjourned meeting at any time.
- e) All resolutions and/or questions arising at any meeting shall be decided by a simple majority of those present and entitled to vote thereat. Voting shall be by ballot and or show of hands. No member shall cast more than one vote but in case of equality of vote, the chairman shall have a second or casting vote.

21. Notices.

Any notice required to be served on any member of the Association shall be in writing and shall be served by the Secretary or the Executive Committee on any member either personally or by sending it through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within 5 days of posting.

22. Alterations to the Constitution.

- a) Subject to the following provisions of this clause any alteration to this constitution shall require the approval of both: A simple majority vote of members of the Executive Committee; AND, A two-thirds majority of the members of the Association present and voting at a General Meeting.
- b) The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.
- c) Any proposal to alter the Constitution must be delivered in writing to the Honorary Secretary of the Association not less than 14 days before the date of the meeting at which it is to be first considered.
- d) No amendment may be made to clause 1 (name of the charity), clause 3 (the objects clause), clause 23 (the dissolution clause) or this clause without the prior consent in writing of the Commissioners, if any Trustees have been appointed, the alterations shall not be made without the knowledge and consent of the Trustees but such consent shall not be unreasonably withheld by them.
- e) No amendment may be made which would have the effect of making the Association cease to be a charity at law.
- f) The Executive Committee should promptly send to the Charity Commission a copy of any amendment made under this clause.

23. Dissolution.

If the Executive Committee with the approval of the trustees decides that it is necessary or advisable to dissolve the Association it shall call a meeting of all members of the Association, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Executive Committee shall have power to realise any assets held by or on behalf of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Association as the members of the Association may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of the Association shall be sent to the Commission.

These amendments to the Constitution of the GUJARATI ARYA ASSOCIATION LONDON were adopted at a public meeting duly convened at Roe Green School, Princes Avenue, Kingsbury, London NW9 9JL, on the 8th day of October 2006

PRESIDENT

SECRETARY