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# BRITISH MALAYALI CHARITY FOUNDATION

## CONSTITUTION

| Date       | Revision                     | Prepared By | Approved |
|------------|------------------------------|-------------|----------|
| 10-05-2014 | Rev 03 - Amended Version     | JJ          | TRUSTEES |
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## **Constitution of British Malayali Charity Foundation**

### **1. Name**

The name of the Charity shall be British Malayali Charity Foundation hereinafter referred to as the Charity Foundation. The charity foundation has been started as part of their social commitment by British Malayali online news portal; however the functioning of Charity Foundation and its activities will be independent of British Malayali and its associated news portals. Charity foundation shall be working in compliance with the Charity Commission laws of England and Wales.

### **2. Objects**

The Charity Foundation shall be governed by the law of England and Wales and the object of the Charity Foundation shall be

- to relieve those in need, by reason of their youth, age, ill-health, disability, financial hardship or other disadvantage living in the South Indian State of Kerala;
- to relieve those in need, living in Britain and with financial hardship for medical treatment or for the repatriation of deceased to home country;
- to advance, improve, develop and maintain health and saving lives; and
- for the general purposes of charitable bodies in the UK or in India, or for such other purposes as shall be exclusively charitable as the Trustees may from time to time decide.

### **3. Membership**

Membership of the Charity Foundation shall be open to any person above eighteen years of age, interested in furthering the objects of the Charity Foundation.

Any person who has participated in the fundraising programs of charity foundation in the financial year and has been donating a minimum six months is deemed a constitutional member. Members will get a copy of the annual accounts and reports. Members have the right to participate in any authorised fundraising programmes, attend annual general meeting but membership does not confer a right to vote in the charity foundation meetings. Members have the right to apply for Trusteeship after a successful year of contribution/service.

Trustees have the power to terminate the membership of any individual, provided that the decision of the Trustees taken by a two third majority and there should be a good reason for it; and provided that the individual concerned shall have the right to be heard by the Trustees, before a final decision is made.

### **4. Officers and Trustees**

For the effective control of activities of the Charity Foundation, a three tier system will be followed, i.e. Members, Board of Trustees and Executive Committee. The management of the Charity Foundation shall be in the hands Board of the Trustees. Board of trustees consist of Nominated Trustees and Elected Trustees who shall run the charity foundation in accordance with the Charity Commission requirements and constitution of BMCF. Two third (2/3) of the total Trustees shall be nominated by British Malayali News portal and One third (1/3) of Trustees shall be elected from the members.

An Executive Committee (Office Bearers) of Seven Trustees will be formed from the Board of Trustees to run the charity and to take decisions on a day to day basis. The designations of the Office bearers shall be structured as:

- Chairman (*head of charity activities*)
- Vice Chairman (*support chairman and to act as Chairman in his absence*)

- Secretary (*control and operation of the charity*)
- Joint Secretary (*support Secretary and to act as Secretary during his absence*)
- Treasurer (*controller of finance and charity accounts*)
- Committee Members (*help to carry out day to day activities and in decision making process*)

There shall be a minimum of seven and a maximum of fifteen trustees in the board. Trustees are responsible for carrying out their role with due regard to the purpose of the charity foundation and acting as a reasonable body.

If any Trustees work against the objectives of the Charity Foundation, matter shall be discussed in the Trustees meeting and the membership of the Trustee shall be reviewed. Termination of a Trustee shall follow the same procedure as the termination of a member.

All office bearers shall hold office for one year and be eligible for re-election in the next Annual General Meeting thereafter.

## 5. Management

All the arrangements of the fundraising events, fund management, and the control of finance shall be in the hands of the Trustees.

## 6. Powers

In furtherance of the objects but not otherwise the Trustees may exercise the following powers;

- i) Power to raise funds and to invite contributions provided that in raising funds the Trustees shall not undertake any substantial trading activities and shall conform to any relevant requirements of the law;
- ii) Power to buy, take on lease or in exchange any property necessary for the achievement of the objectives and to maintain and equip it for use;
- iii) Power to subject to any consents required by law to borrow money and to charge all or part of the property of the Charity Foundation with repayment of the money so borrowed;
- iv) Power to employ such staff (who shall not be members of the Trustees) as are necessary for the proper pursuit of its objects and to make any reasonable and necessary provision for the payment;
- v) Power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them;
- vi) Power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;
- vii) Power to appoint and constitute such advisory Trustees as the Trustees may think fit;
- viii) Power to do all such other lawful things as are necessary for the achievement of the objects.

## 7. Meetings and proceedings of the Trustees

i) The Trustees shall hold at least 3 ordinary meetings each year. An ordinary meeting may be called by the Chairman, Secretary, Vice Chairman or by any 6 members of the Trustees, upon not less than 7 days' notice being given to the other members of the Trustees of the matters to be discussed.

ii) The Charity Foundation Chairman shall act as Chairman at meetings of the Trustees. If the Chairman is absent from the meetings, the Vice Chairman or Secretary will precede Chairman's duties in the meeting.

iii) There shall be a quorum when at least half of the number of Trustees for the time being, are present at the meetings.

iv) Every matter shall be determined by the majority of votes of the members of the Trustees present and voting on the question, but in the case of equality of votes, the Chairman of the meeting shall have a 'casting' vote.

v) The Trustees shall keep minutes of the proceedings at the meetings of the Trustees, and shall ensure that these are stored safely, and that they are available for inspection as required.

vi) The Trustees may from time to time make and amend rules of 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.

vii) The Trustees may appoint special positions, advisors or sub-committees, consisting of members of the Trustees and other members, for the purpose of making any enquiry or supervising or performing any function or duty which, in the opinion of the Trustees, would be more conveniently undertaken or carried out by a sub-committees: provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Trustees and recorded.

#### 8. Equal Opportunities

No individual shall be excluded from membership of the Charity Foundation or debarred from any official capacity on the Trustees on the grounds of sex, race, colour, age, religion, sexual orientation, disability or political affiliation. Charity shall remain as non-religious and non-political.

#### 9. Finance

i) The financial year shall end on 31 December.

ii) A banking account shall be opened in the name of the Charity Foundation and cheques shall be signed by any two of the nominated Trustees.

iii) The Charity Foundation shall receive donations, grants in aid and financial guarantees.

iv) The income and property of the Charity Foundation derived shall be applied solely towards promoting the objects of the Charity Foundation as set forth above and no portion thereof shall be paid or transferred either directly or indirectly to any Trustees or members of the Charity Foundation except in payment of legitimate expenses incurred on behalf of the Charity Foundation.

#### 10. Annual General Meeting (AGM)

Within six months of the end of each financial year the members shall be summoned to the Annual General Meeting of which at least 21 days' notice in writing shall be given to all members.

The responsible office bearers shall present to each Annual General Meeting the report and accounts of the Charity Foundation for the preceding year.

Election of Trustees shall be conducted every year. Nominations for election to the Trustees must be made by members of the Charity Foundation in writing and must be in the hands of the Secretary of the Trustees at least 7 days before the AGM. Should nominations exceed vacancies; existing Trustees can elect the new Trustees based on majority of votes within the Trustees.

#### 11. Special (Extraordinary) General Meeting

A Special General Meeting (also known as an Extraordinary General Meetings), of which at least 21 days' notice in writing must be given to members, may be called upon written request to the Chairman signed by at least 50% of the Trustees of the Charity foundation. The notice must state the business to be discussed.

#### 12. Procedure at General Meetings

The Chairman, Secretary or any other person specially appointment by the Trustees shall keep a full record of the proceedings at every general meeting of the charity foundation.

#### 13. Accounts

The financial accounts shall be audited or examined to the extent required by legislation or, if there is no such requirement, scrutinized by a person who is independent of the Trustees and then submitted to the members at the Annual General Meetings.

#### 14. Amendments to the Constitution

The constitution may be amended by a two thirds majority of the Trustees voting at Annual General Meeting, provided that fourteen days' notice of the proposed amendment has been sent to all trustees and provided that nothing herein contained shall authorise any amendment which shall have the effect of the Charity Foundation ceasing to be a charity.

No amendment shall be made to clause 1 (the name of the charity), clause 2 (the objects), clause 9 (finance), or clause 15 (dissolution), without the prior written consent of the charity commission.

The Trustees shall send the Charity Commission a copy of any amendment made under this clause.

#### 15. Dissolution

In the event the Charity Foundation is being wound up, any assets remaining upon dissolution after the payment of proper debts and liabilities shall be transferred to a charitable institution or institutions having similar objects to the Charity Foundation.

Until the first Annual General Meeting takes place the constitution shall take effect as if references in it to the Trustees were references to the persons whose signatures appear at the bottom of this document.

All communications described in this Constitution as "in writing" may be delivered by electronic mail where this is available, unless the member concerned has requested paper correspondence in advance.