

The Constitution of
Shree Birmingham Pragati Mandal

Shree Krishna Temple
10 Sampson Road, off Henley Street,
Birmingham. B11 1JL.

Constitution of Shree Birmingham Pragati Mandal

Charity 513210

Version 3, 2017



BPM

Birmingham Pragati Mandal

Registered Charity No: 513210

The Charities Act 2006

Constitution

Of

Shree Birmingham Pragati Mandal

Shree Krishna Temple

10 Sampson Road, off Henley Street,
Birmingham. B11 1JL.

Tel: 0121 771 4478

This Constitution has been adopted by resolution passed at the Special General Meeting of the Members held on 30th April 2016 in accordance with the provision of Clause 23 of this Constitution.

Clause 1: Name.

The name of the Association is Shree Birmingham Pragati Mandal, hereinafter called (“**the Mandal**”)

Clause 2: Area of Benefit.

The benefit of the Mandal shall extend to the whole of the city of Birmingham and surrounding areas hereafter referred to as (“**the area of benefit**”)

Clause 3: Administration.

Subject to the matters set out below, the Mandal and its property shall be administered and managed in accordance with this Constitution by the members of the Council of Trustees (“**the Trustees**”), constituted by clause 7 of this Constitution (“**the Council of Trustees**”).

Clause 4: Objects.

The Mandal’s aims and objects (“the objects”) are:

1. **Advancement of Education;**
2. **Relief of persons suffering in conditions of need, hardship and distress;**
3. **Advancement of Hindu religion;**
4. **To apply such sums as the Council of Trustees shall determine to or for such charitable purpose or purposes or charitable institution or institutions as the Council of Trustees shall determine;**

Clause 5: Powers.

In furtherance of the objects but not otherwise, the Council of Trustees may exercise the following powers:

1. To promote any charitable purpose for the benefit of the inhabitants belonging to the Hindu Gujarati Mochi Community also referred as “**the Mochi Community**” or “**Community**” either by descent or marriage residing in the area of benefit;

2. To advance the social, cultural and sports recreation or other leisure activities with the object of improving the quality of life of the Community in the area of benefit;
3. To advance the elderly group and women's network activities with the object of improving the quality of life of the Community in the area of benefit;
4. To maintain and manage the Community hall and Hindu Temple in order to facilitate such activities promoted by the Mandal for its charitable objects;
5. To raise funds and to invite and receive contributions, donations and gifts PROVIDED THAT in raising funds the Council of Trustees shall not undertake any substantial permanent trading activities for its charitable objects;
6. To trade, in so far as the trade is exercised in the course of the actual carrying out of any object of the Mandal, or the work in connection with the Mandal which is mainly carried out by the beneficiaries of the Mandal, and such trade or temporary trade shall conform to any relevant requirements of the law;
7. To expend the funds of the Mandal in such manner as it shall consider most beneficial for the achievement of the objects and to invest and deal with the monies of the Mandal not immediately required for the said objects and purposes in the purchase of or at interest upon the security of such investments as the Council of Trustees shall in its absolute discretion think fit to the intent that the Council of Trustees shall have full and unrestricted powers of investing and transposing investments in all respects as if the Council of Trustees were absolutely entitled to such monies beneficially;
8. To buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use; Subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Mandal; Subject to any consents required by law to borrow money and to charge all or any part of the property of the Mandal with repayment of the money so borrowed;
9. To hold exhibitions, meetings, lectures, classes, seminars, courses and conferences either alone or with others;
10. To procure to be written and printed or otherwise reproduced and circulated, gratuitously or otherwise, any reports or periodicals, books, pamphlets, leaflets or other documents or films, or recorded tapes (whether audio or visual or both) or any other medium of communications;
11. To establish and constitute groups of authorised members of Mandal to form such committees, as and where thought appropriate or necessary for the efficient administration of the Mandal and to regulate the duties of any such committees;
12. To federate or affiliate, or become affiliated to any body having charitable purposes or a charitable purpose as its objects or object and to acquire and undertake all or any part of the assets, liabilities and engagements of any such body, which the Mandal may lawfully acquire;
13. To pay to the Trustees and their authorised members of the committees all reasonable out of pocket travelling and other expenses properly incurred by them in connection with their attendance the

meetings held outside the area of benefit, on behalf of the Mandal or otherwise in connection with the discharge of their duties;

14. To pay out of the funds of the Mandal the cost of any premium in respect of indemnity insurance to cover the liability of the Council of Trustees, the Executive Team and Management Committee or any of them which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of duty or breach of trust of which they may be guilty in relation to the Mandal PROVIDED THAT any such insurance shall not extend to any claim arising from criminal, wilful or deliberate neglect or default on the part of the members of the Council of Trustees, Executive Team and members of the Management Committee of any of them; and to resolve to effect Indemnity Insurance notwithstanding their interest in such policy;
15. To employ such paid staff for such permanent, temporary or special duties as the Council of Trustees may from time to time deem appropriate or necessary for the proper pursuit of the objects and regulate the powers and duties and fix the salaries or emoluments and other terms and conditions of such staff and at its discretion, but subject always to any statutory obligations or requirements, to terminate the employment of any such staff upon such terms as the Council of Trustees may consider appropriate or necessary; and to make all reasonable and necessary provision for the payments of pensions and superannuation for such staff;
16. To employ such agents as the Council of Trustees may consider appropriate or necessary for the efficient administration of the Mandal and to regulate the duties of such agents;
17. 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; To appoint and constitute such committees and sub-committees as the Council of Trustees may think fit;
18. To do all such other lawful things as are necessary for the achievement of the objects;
19. To advance the Gujarati education in the area of benefit by the establishment and maintenance of a school for learning Gujarati and Hindu religious education;
20. To promote and maintain Hindu culture by providing advice, guidance, information as relevant to its members and others on practises and principles of Hindu religion in the community;

Clause 6: Membership.

1. The membership of the Mandal shall be open to all individuals over the age of 18 years who belong to the Mochi Community either by descent or marriage, residing in the area of the benefit and shall consist of two type of memberships; Life Members & Annual Members.
2. Membership entitlements extend to the named individual and their spouse.

3. The existing members of the Mandal shall be those individuals who qualify in accordance to clause 6(1), whose names have been so recorded in the Membership Register of the Mandal. Future members shall be required to fill in and sign the prescribed application form which should be proposed and seconded by two existing members of the Mandal.
4. The subscription fee for all such membership shall be determined by the Council of Trustee and in the case of the full time students and individual members over the age of 65, the Council of Trustees shall have the discretion to waive any subscription fee in part or in whole. Subscription paid for any category of membership shall not be refundable.
5. Every member of the Mandal shall be entitled to one vote at any general or special meeting of the Mandal or in any postal ballot carried out by or on behalf of the Mandal.
6. Every member of the Mandal shall have a right to a copy of the Constitution and Audited Accounts of the Mandal.
7. The Council of Trustees may for good reason refuse membership or renewal of membership to any individual member of the Mandal.
8. The Council of Trustees may for good reason terminate the membership of any individual, PROVIDED THAT the Council of Trustees shall notify the member concerned that their membership will be considered for termination and unless the individual concerned shall exercise the option of resigning, such member shall have right to be heard jointly by the Council of Trustees and the Executive Team within a period of twenty-eight days before a final decision is made, such decision being notified to the member accordingly.
9. Any member whose annual subscription fees (if any) shall remain unpaid for four months after the due date for renewal thereof shall at the end of that period forthwith cease to be a member of the Mandal.
10. Every member of the Mandal shall abide by the Code of Conduct for Members and any applicable Policies or by laws.

Clause 7: The Council of Trustees

1. The Council of Trustees of the Mandal shall consist of not less than seven members of the Mandal, (**“the Charity Trustees”**), elected every two years at the Annual Review, in accordance with sub-clause 7(3) and 7(7). Existing Trustees when recruiting shall retain overall responsibility and control of the Trustee recruitment, selection and induction process. When doing so, they shall have due regard to the Mandal’s purposes, the broader duties and responsibilities as Trustees and to ensure that they are acting in the best interest of the Mandal.
2. The Council of Trustees at their first meeting after the Annual Review shall elect members from amongst themselves to hold the post of Chairman and Secretary.

3. Every two years, at the Annual Review three members or the number nearest to one-third of the Trustees who are subject to retirement by rotation shall retire from office. The Council of Trustees shall determine the number of Trustees who are subject to retirement by rotation. The period of office of each Trustee shall be the period between appointment and his or her retirement. Any retired Trustee or former Trustee may be elected as member of the Executive or Management Committee under the provisions of clause 12, every two years at the Annual Review, except for the first 12 months immediately after retiring.
4. Subject to clause 7(6), the Trustees to retire by rotation shall be those who have been longest in office since their last appointment but as between persons who were last elected on the same day, those to retire shall (unless they otherwise agree amongst themselves) be determined jointly by Council of Trustees and the Executive Team.
5. Nobody shall be elected as Trustee who is aged under 18 or who would if elected be disqualified under the provisions of clause 8.
6. Any Trustee who as at the date of any Annual Review has served continuously in office as a Trustee for a period of ten years, shall automatically retire and shall not then be eligible for election until 12 months immediately after retiring and the next Annual Review post retirement. For the purpose of clause 7(4), where an elected Trustee is due to retire under this clause at any Annual Review, he or she shall be counted as one of the Trustees due to retire by rotation at that Annual Review.
7. Notice shall be served upon all members of the Mandal at least twenty-eight days before the Annual Review, calling for nominees for the positions of retiring members of the Council of Trustees. Nominations should be duly seconded and submitted in writing as to reach the Secretary of Council of Trustees not less than fourteen days before the Annual Review day. All nominations should be accompanied by a written consent from the nominated person. The Council of Trustees shall retain overall responsibility and control of the Trustee recruitment, selection and induction process, in accordance with Clause 7(8).
8. On receipt of the nominations for the replacement of the retiring Trustees, the Council of Trustees shall validate the suitability of the proposed nominee based on skills and experience for the role; The proposals of names for the appointment as Trustees shall be made by the Council of Trustees.
9. Notwithstanding the above, the Council of Trustees may appoint a member of the Mandal who is willing to act either to fill a casual vacancy or as an additional Trustee. A member so appointed shall hold office only until the next Annual Review and shall not be taken into account in determining the members who are to retire by rotation at that meeting but shall be eligible for election at that meeting.
10. No person shall be entitled to act as a Trustee whether on a first or on any subsequent entry into office until after signing a declaration of acceptance and of willingness to act in the trust of the Mandal, and to abide by its Constitution and rules.

Clause 8: Determination of Membership of Council of Trustees:

A Trustee shall cease to hold office if he or she:

1. Is disqualified from acting as a Trustee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
2. Become incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
3. Is absent without prior permission from three successive meetings of the Council of Trustees and the Council of Trustees resolves that his or her office be vacated;
4. Notifies to the Council of Trustees a wish to resign (but only if at least three Trustees will remain in office when the notice of resignation is to take effect);
5. Ceases to be a member of the Mandal under sub-clause 6(9); or
6. Has served continuously in office as a Trustee for a period of ten years or more.

Clause 9: Trustees not to be personally interested:

1. Subject to the provisions of sub-clauses 5(15) or 9(2), no Trustee shall acquire any interest in property belonging to the Mandal (otherwise than as a Trustee for the Mandal) or receive remuneration or be interested (otherwise than as a Trustee) in any contract entered into by the Council of Trustees.
2. Any Trustee for the time being who is a solicitor, accountant or other person engaged in a profession may charge and be paid all the usual professional charges for business done by him or her or his or her firm when instructed by the other Trustees to act in a professional capacity on behalf of the Mandal PROVIDED THAT at no time shall a majority of the Trustees benefit under this provision and that a Trustee shall withdraw from any meeting at which his or her own instruction or remuneration, or that of his or her firm, is under discussion.

Clause 10: Nature of Trustees' Discretions:

No Trustee shall be liable for any loss to property of the Mandal arising by reason of any improper investment made in good faith (so long as he or she obtained professional advice before making such investment) or for the negligence or fraud of any agent employed by him or her or by any other Trustee in good faith (provided reasonable supervision was exercised) although the employment of such agent was strictly not necessary, or by reason of any mistake or omission made in good faith by any Trustee or by reason of any other matter or thing other than wilful or individual fraud, wrongdoing or wrongful omission on the part of the Trustee who is sought to be made liable.

Clause 11: Meeting & proceeding of the Council of Trustees

1. The Council of Trustees shall hold not less than six ordinary meetings in each year to enable the members of Council of Trustees to fulfil their duties and responsibilities as Trustees of the Mandal. A special meeting may be called at any time by the chairman of the Council of Trustees or by any two Trustees upon not less than seven days' notice being given to the other Trustees of the matters to be discussed.
2. The chairman elected by the Council of Trustees shall act as chairman of the meeting of the Council of Trustees, but if at any such meeting the chairman of the Council of Trustees is not present, the elected Trustees present shall choose one of their member to preside as chairman of the meeting before any other business is transacted.
3. There shall be a quorum when at least two-third of the members of the Council of Trustees for the time being or five members of Council of Trustees, whichever is the greater, are present at a meeting. If within 15 minutes of the appointed time of commencement, a quorum is not established, the members present may commence the proceedings, but shall not take any policy decision which may affect the objects of the Mandal.
4. Every matter shall be determined by a majority of votes 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 second or casting vote. A resolution can be passed outside a meeting if a majority of the Council of Trustees sign a form of written resolution whether separately or together.
5. The Secretary of the Council of Trustees shall keep accurate records of the minutes of the proceedings at meeting of the Council of Trustees and any other such committee meetings.
6. The Council of Trustees 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.
7. The Council of Trustees may appoint one or more committees or sub-committees consisting of at least one or more Trustees for the purpose of making any inquiry or supervising or performing any management function or duty which in the opinion of the Council of Trustees would be more conveniently undertaken or carried out by a committee or sub- committee PROVIDED THAT all acts and proceeding of any such committees or sub- committees shall be fully and promptly reported to the Council of Trustees.
8. Paid staff shall not be Trustees nor members of the committees or sub-committees appointed under the provisions of sub-clause 11(7) but may be in attendance at meeting of any such committee as and when invited.

Clause 12: Executive Team, Non-Executive Board and Management Committee

1. Under the provisions of sub-clause 5(13) and 5(20) of this Constitution, and without prejudice to its powers of the delegation under sub-clause 11(7), the Council of Trustees shall establish a Management Committee, consisting of not more 30 authorised members of the Mandal, which shall include the Executive Team. The Executive Team shall consist of the Chief Executive Officer (CEO), Deputy CEO of Day to day Operations, Deputy CEO of Events and Strategic Planning, Deputy CEO of Maintenance Project Management, Deputy CEO of Public Relations and the President selected every two years at the Annual Review; being:
 - A. the Management Committee and Executive Team specified in sub-clause 12(1); and
 - B. not more than three members representing each sub-committees;
2. Under the provisions of sub-clause 5 (13) and 5(20) of this Constitution, and without prejudice to its powers of the delegation under sub-clause 11(7), the Council of Trustees shall have the power to form a Non-Executive Board of Directors, who shall consist of ex-officials who have retired by rotation who will scrutinise the performance of the Executive Team and Management Committee in meeting agreed goals and objectives. They will be advisory with no management powers or voting rights and will be accountable to the Council of Trustees. They will be selected and appointed every two years at the Annual Review.
3. The Proposals of the names for appointment as a Management Committee member shall be made by the Executive Team to the Council of Trustees who will retain overall responsibility and control of the nominations for elections held, every two years at the Annual Review.
4. The Executive Team and Management Committee shall be elected for a term of two years. At the expiration of the period of two years, all the members of the Executive Team and Management Committee, shall ipso facto be deemed to have resigned; such members shall be eligible for re-election as member of the Executive Team and Management Committee.
5. Any Executive Officer as specified in sub-clause 12(1); who as at the date of any Annual Review has served continuously in office as an Executive Teams for a period of six years, shall automatically retire from the current position and shall not then be eligible for re-election, again for the same position as an Executive Officers under the provisions of clause 12(1);
6. For the avoidance of doubt, any former Executive Officers who retires at an Annual Review after serving for the six years, if willing to act, may be eligible for re-election as a member of Management Committee but not as an Executive Officer for the same position.
7. No person shall be entitled to act as a member of The Executive Team or Management Committee or any of the sub-committees whether on a first or on any subsequent entry into office until after signing a

declaration of acceptance and of willingness to act in the trust and interest of the Mandal, and to abide by its Constitution, Code of Conduct and such rules or bye-laws.

Clause 13: Function of the Management Committee

1. Under the provisions of clause 12, the Council of Trustees may delegate any of its powers (other than those concerned with the overall management and administration of the Mandal), upon such terms and conditions in all respects as they may deem fit to the Management Committee, and void or vary such delegation.
2. To act within, conform to and carry out the remit, conditions and obligations imposed on them by the Mandal at Annual Review and/or by the Council of Trustees, and provide such reports of their activities to the Council of Trustees as and when they may be required to do so. The Management Committee shall not have any executive power or authority beyond its remit, and any conditions or obligations imposed upon it by the Mandal or Council of Trustees. No decision or resolution of the Management Committee shall have any validity or effect unless or until the Council of Trustees has first authorised or approved such decision or resolution.
3. No member of the Management Committee shall be employed at any time by the Mandal.
4. The Executive Team shall be responsible to regulate the duties of such members of the Management Committee as considered appropriate.
5. The Management Committee shall manage, control and supervise all day-to-day affairs and activities of the Mandal, including the maintenance of the Community Hall and Hindu Temple. This shall include any such property of the Mandal and of all things necessary for and incidental to carrying out of all the objects of the Mandal, except such as may have been expressly reserved by the Council of Trustees.
6. The Management Committee shall review from time to time the hire charges of the Community Hall. However, any such increase of hall hire charges will require approval from the Council of Trustees.
7. The Management Committee shall have power to manage, control and supervise all the Sub-Committee(s) and the working parties as necessary to conduct the work of the Mandal, as delegated by the Council of Trustees. The Executive Team shall be empowered to select the members of such sub-committees and working parties from suitably qualified and experienced persons of the Management Committee. All acts and proceedings of any such sub-committees shall be reported to the Management Committee for final approval.
8. Any causal vacancy of the Executive Team during their term of office shall be filled by electing a member from the Management Committee for the remainder of their term in office until the Annual Review.
9. The Management Committee shall hold no less than ten ordinary meetings in each year to enable its elected members to fulfil their duties and responsibilities of the Mandal.

10. The agenda and minutes of the previous meeting shall be circulated to every member of the Management Committee and the Council of Trustees prior to the meeting.
11. The quorum at meeting of the Management Committee shall be one-third of total Committee or 10 members of the Management Committee, whichever is the greater, are present at the meeting. If within 15 minutes of the appointed time of commencement, a quorum is not established, the members present may commence the proceedings, but shall not take any policy decision which may affect the objects of the Mandal.
12. A special meeting of the Management Committee may be called at any time by the Executive Team for the transaction of urgent business only, a written notice of such meeting shall be given by the Secretary of the Management Committee to the members of the Management Committee at least seven days' prior to the date of the meeting, by post or by hand, stating the business to be discussed.
13. The Executive Team shall hold a joint consultation meeting with the Council of Trustees not less than four ordinary times in each year to fulfil their duties and responsibilities of the Mandal under the provisions of sub-clause 11(7).
14. The Secretary of the Management Committee shall keep accurate records of the minutes of the proceedings at meeting of the Management Committee and any other such meetings of the Mandal.
15. No person shall be entitled to act as a member of the Management Committee whether on a first or on any subsequent entry into office until after signing a declaration of acceptance and of willingness to act in the trusts of the Mandal, and to abide by its rules, Code of Conduct and bye-laws of the Mandal.
16. The Management Committee shall administrate the application for membership of the Mandal and to keep true and accurate records of the membership in the Membership Register.
17. The Treasurer of the Management Committee shall administrate the finances of the Mandal in conformity with the objects of the Mandal and the general direction of the Council of Trustees or the Annual Review and to keep true and accurate accounts thereof.
18. All operational matters put to any of the meetings of the Management Committee, shall be decided upon by a simple majority of votes. In the case of equality of votes the chairman of the meeting shall have a second or casting vote.
19. The Trustees shall retain overall responsibility for the recruitment, selection and control of the appointment of the President who shall remain in a ceremonial role, and shall have no voting rights and shall be ultimately responsible to the Council of Trustees.

Clause 14: Sub-Committees

1. Under the provision of sub-clause 5(13) and 5(20) of this Constitution, and without prejudice to its powers of the delegation under sub-clause 11(7), the Council of Trustees shall establish any such Sub-Committees consisting of the authorised members of the Mandal, elected or nominated every two years

at the Annual Review under sub-clause 12(1), in furtherance of the activities promoted by the Mandal as follows:

- A) Youth Sports Committee (B.P.M.Y.S.A)
- B) Mahila Mandal (Women's Network)
- C) Krishna Milan Kendra (Elderly Group)
- D) Bal Vihar School (Gujarati & Hindu Religious Education)

2. Sub-Committees shall not be autonomous bodies within the Mandal but, notwithstanding any rules or bye-laws made under the provisions of sub-clause 22(1), shall be responsible to the Executive Team, Management Committee for exercising such powers and undertaking such activities as may be delegated to them by the Council of Trustees.
3. Sub-Committees shall act within, conform to and carry out the remit, conditions and obligations imposed on them by the Executive Team and/or Management Committee, and provide such reports of their activities to the Executive Team and/or Management Committee for approval or as and when they may be required to do so. No sub-committee shall have any executive power or authority beyond its remit, and any conditions or obligations imposed upon it. No decision or resolution of any Sub-Committees shall have any validity or effect unless or until the Executive Team, Management Committee and/or the Council of Trustees has first authorised or approved such decision or resolution.
4. In their discretion and where considered necessary or appropriate, the Executive Team, Management Committee and/or the Council of Trustees may dissolve any such Sub-Committees, in which event the Executive Team, Management Committee and/or the Council of Trustees shall have the authority to close all bank accounts being operated by, and recover the assets of, any of such Sub-Committees.
5. Sub-Committees shall conform to any conditions imposed on them by the Mandal in general meeting or by the Executive Team, Management Committee and/or the Council of Trustees.
6. Sub-Committees shall adopt, issue and put into operation the rules and regulations of the Mandal, subject to review by the Executive Team, Management Committee and/or the Council of Trustees and shall not be inconsistent with the provisions of the Constitution of the Mandal.

Clause 15: Trustees and Trust Property

1. Subject to the provisions of sub-clause 15(2), the Council of Trustees shall cause the title to:
 - i. all land and real property held by or in trust for the Mandal which is not vested in the official custodian for the Mandal; and
 - ii. all investments held by or on behalf of the Mandal; 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.

2. If a corporation entitled to act as custodian trustee has not been appointed to hold the property of the Mandal, the Council of Trustees may permit any investments held by or in trust for the Mandal to be held in the name of a clearing bank, financial institute or trust corporation as nominee for the Council of Trustees, and may pay such a nominee reasonable and proper remuneration for acting as such.
3. The appointment by the Council of Trustees of a holding trustee shall be ratified at the next general meeting and any such appointment may be revoked at any time by the Mandal in general meeting.
4. In the event of the death or resignation or removal of any holding trustee, the Council of Trustees shall have the power to appoint a replacement who shall hold office until the next general meeting.
5. Holding trustee shall act in accordance with the lawful directions of the Council of Trustees but shall not be liable for the acts defaults of the members of the committee PROVIDED THAT they act in accordance with such lawful directions.
6. Holding trustees shall enter into a deed of trust setting forth the purposes and conditions under which they hold property in trust for the Mandal.

Clause 16: Receipts and expenditure.

1. The funds of the Mandal, including all donations, contributions and bequests, shall be paid into an account or accounts operated by the Management Committee and Sub-Committees, into an account or accounts authorised by the Council of Trustees to be opened and operated by the Management Committee or any such Sub-Committees on behalf of the Mandal, at such bank or banks as the Council of Trustees shall from time to time determine; and any such account or accounts shall indicate the name of the Mandal.
2. All cheques drawn on and orders for payments of money from such accounts shall be signed by two nominated members (one member of the Council of Trustees and one member of the Executive Team), and shall be drawn within the financial authority limit imposed upon it by the Council of Trustees; or in the case of accounts held and opened by Sub-Committees on behalf of the Mandal, by such signatories as shall be authorised by Council of Trustees within such rules and bye-laws as may be made under the provision of sub-clause 22(1).
3. The funds belonging to the Mandal shall be applied only in furthering the objects made under the provision of clause 4.

Clause 17: Annual Accounts & Internal Audit.

1. The Council of Trustees shall comply with their obligations under The Charities Act 2006 (or any statutory re-enactment or modification of that Act) with regard to:

- A. the keeping of accounting records for the Mandal;
 - B. the preparation of annual statements of account for the Mandal;
 - C. the Auditing (if required) or Independent Examination of the statements of account of the Mandal;
and
 - D. the transmission of the statements of account of the Mandal to the Charity Commission;
2. The financial year of the Mandal shall, unless otherwise determined by the Council of Trustees, be reckoned from **1st January to the 31st December**
 3. Once every year the Accounts, Books and relating records shall be examined and the correctness of the
 4. Accounts prepared by the Treasurer ascertained by the Mandal's appointed independent External Auditor(s), typically a firm of Accountants.
 5. The Auditor(s) shall be appointed at the Annual Review in pursuance of the Charities Acts and Charities legislation and their duties should be in accordance therewith.
 6. The Council of Trustees shall comply with their obligations under the Charities Act 2006 by appointing an **Internal Auditor** to work alongside the trustees to ensure the Mandal's Processes and Procedures are reviewed.
 7. The Internal Auditor must be an Individual who is NOT on the current Management Committee or Trust Board and be a person who is able to challenge, test and critique the processes and validate that these are being adhered to by the Trustees and members of the Executive Team and Management Committee. A full Audit must be completed every two years and submitted to the Council of Trustees and must include the review of the Treasury, IT Policy and the Selection Process as key points for review whilst ensuring that other Mandal Policies such as Health & Safety and Risk Assessment are being carried out and conducted accordingly.

Clause 18: Annual Report & Annual Return.

The Council of Trustees shall comply with their obligations under the Charities Act 2006 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Charity Commission.

Clause 19: Annual Review.

1. The Mandal shall in each year hold a general meeting as its Annual Review in addition to any other meetings and shall specify the meeting as such in the notices calling it.

2. An Annual Review shall be held annually at such date, place and time within the six months of the financial year end as shall be prescribed by the Council of Trustees.
3. Every Annual Review shall be convened by the Executive Team on behalf of the Council of Trustees, by giving at least twenty-eight days' notice in writing to all the members of the Mandal, prior to date of such meeting, by hand or by post and calling for the nominations for the appointment of members of the Council of Trustees. All the members of the Mandal shall be entitled to attend and paid-up members will be entitled to vote at the meeting for the following purposes:
 - A. To approve the minutes of the previous Annual Review.
 - B. To receive the annual report of the Mandal.
 - C. To receive and approve the audited Statements of Accounts of the Mandal, presented by the Treasurer for the preceding financial year.
 - D. To elect members of the Council of Trustees in accordance to clause 7.
 - E. To elect the Management Committee & the Sub-Committees in accordance to clause 12.
 - F. To appoint an Auditor.
 - G. Any other business on the Agenda.
4. The Council of Trustees shall preside at every Annual Review of the Mandal to present the report and accounts of the Mandal for the preceding financial year;
5. The Secretary of the Management Committee shall keep a full record of proceedings of every Annual Review of the Mandal.
6. The chairman of the Council of Trustees shall act as chairman of Annual Reviews, but if at any such meeting the chairman of the Council of Trustees is not present, the elected Trustees present shall choose one of their member to preside as chairman of the meeting before any other business is transacted
7. No business shall be transacted at any Annual Review of the Mandal unless a quorum is present of at least fifty eligible voting members of the Mandal at the meeting which shall constitute a quorum.
8. If within half an hour from the appointed time of the meeting a quorum of members is not formed, the members present may adjourn the meeting to any convenient day, time and place for which reasonable notice shall given to the absent members. Such adjourned meeting may be transacted without a quorum.
9. Notice of any resolution to be proposed at the Annual Review must be submitted in writing and be duly signed and seconded as to reach the Secretary of the Council of Trustees for consideration, at least fourteen days in advance of the Annual Review.
10. The chairman of the meeting shall appoint scrutinizers to oversee the ballot under such rules or bye-laws as are determined by the Council of Trustees.

11. In the event of a decision being taken by the Council of Trustees to conduct the election or re-election of its members, or deal with any other resolution, by means of a postal ballot, the provisions of sub-clause 19(8) shall not apply and the prescribed time for the receipt of the notice of any resolution shall be at the discretion of the Council of Trustees. Postal ballots shall be administered by such person or persons as shall be appointed by the Council of Trustees within such rules or bye-laws as may be determined by the Council of Trustees.
12. Unless the provisions of sub-clause 19(8), 19(9), or 19(10) shall apply, any resolution proposed at an Annual Review shall be passed on show of hands by simple majority. In the case of an equality of votes, whether on a show of hands, or a ballot paper at the meeting or in postal ballot, the chairman of the meeting shall have a second or casting vote.

Clause 20: Special General Meeting.

1. The Council of Trustees may call a Special General Meeting of the Mandal at any time.
2. Special General Meeting shall be convened by the Executive Team on behalf of the Council of Trustees, within eight weeks after receipt of written request duly signed by at least one fifth of the membership or 15 members (whichever is the less) and stating the business to be considered together with the details of any resolution to be proposed.
3. The Secretary of the Management Committee shall call such a meeting by giving at least twenty-eight days' notice in writing to all the members of the Mandal, prior to the date of the such meeting, by hand or by post, and such notice shall specify the business to be discussed to the members. No other business may be conducted at a Special General Meeting other than the purpose for which it has been convened shall be discussed at the meeting.
4. The Secretary of the Management Committee shall keep a full record of proceedings of every Special General Meeting of the Mandal.
5. The chairman of the Council of Trustees shall act as chairman of Special General Meetings, but if at any such meeting the chairman of the Council of Trustees is not present, the elected Trustees present shall choose one of their member to preside as chairman of the meeting before any other business is transacted.
6. No business shall be transacted at any Special General Meeting of the Mandal unless a quorum is present of at least fifty eligible voting members of the Mandal at the meeting shall constitute a quorum.
7. If within half an hour from the appointed time of the meeting a quorum of members is not formed, the members present may adjourn the meeting to any convenient day, time and place for which reasonable notice shall be given to the absent members. Such adjourned meeting may be transacted without a quorum.
8. A simple majority shall be required for the passing of any resolution proposed at a special general meeting, however a resolution to amend the constitution shall require the majority laid down in sub-clause

23(1). All resolutions shall be passed by ballot or a show of hands unless the provisions of sub-clause 19(10) in respect of postal ballot shall apply. In the case of an equality of votes, whether on a show of hands or in a postal ballot, the chairman of the meeting shall have a second or casting vote.

Clause 21: Notices.

Any notice required to be served on any member of the Mandal shall be in writing and shall be served by the secretary of the Management Committee on behalf of the Council of Trustees, 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 three working days of posting.

Clause 22: Rules.

1. The Council of Trustees may from time to time make such rules, Code of Conduct or bye-laws as they may deem necessary for the proper conduct and management of the Mandal and for the purposes of prescribing classes of and conditions of membership, and in particular but without prejudice to the generality of the foregoing, it may be such rules or bye-laws regulate:
 - i. The admission and classification of membership of the Mandal, and the rights and privileges of such members, and the conditions of membership and the terms on which members may resign or have their membership terminated and the entrance fees; subscriptions and other fees or payments made by the members;
 - ii. The conduct of members of the Mandal in relation to one another, and to the Mandal's employees;
 - iii. The setting aside of the whole or any part or parts of the Mandal's premises at any particular time or times or for any particular purpose or purposes;
 - iv. The procedure at general meetings of the Mandal and of meetings of the Council of Trustees, the Management Committee and the Sub-Committees of the Mandal in so far as such procedure is not otherwise regulated by this Constitution;
 - v. The conduct and management of the affairs of the Management Committee and the Sub-Committees in so far as such matters are not otherwise regulated by this Constitution;
2. In accordance with sub-clause 23(1), the Mandal in general meeting shall have power to alter, add to or repeal such rules or bye-laws and the Council of Trustees shall adopt such means as they think sufficient to bring to the notice of members of the Mandal all such rules or bye-laws,

which shall be binding on all members of the Mandal PROVIDED THAT no rule or bye-law shall be inconsistent with, or shall affect or repeal, anything contained in the Constitution.

Clause 23: Alterations to the Constitution.

1. Subject to the provisions of the sub-clause 23(2), the Constitution, rules and bye-laws may be altered by a resolution passed by not less than two-thirds of the members present and voting at a general meeting, or in a postal ballot if the provisions of sub-clause 19(10) are invoked. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.
2. No amendment may be made to clause 4 (the objects clause).
3. No amendment may be made to clause 1 (the name of Mandal clause), clause 9 (Trustees not to personally interested clause), clause 24 (the dissolution clause) or this clause without the prior consent in writing of the Charity Commission.
4. No amendment may be made which would have the effect of making the Mandal cease to be a charity at law.
5. The Council of Trustees shall promptly send to the Charity Commission a copy of any amendment made under this clause.

Clause 24: Dissolution.

1. If the Council of Trustees decides that it is necessary or advisable to dissolve the Mandal, it shall call a general meeting of all members of the Mandal, of which not less than twenty-eight days' notice (stating the terms of the resolution to be proposed) shall be given in writing. If the proposal is confirmed by a two-thirds majority of those present at the meeting and voting the Council of Trustees shall have power to realise any assets held by or on behalf of the Mandal. 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 Mandal, as the members of the Mandal may determine or failing that shall be applied for some other charitable purpose.
2. In the event of dissolution, a copy of the closing statement of accounts, or account and statement, for the final accounting period of the Mandal must be sent to the Charity Commission.

Conclusion