

DRAFT CONSTITUTION

GREATER MANCHESTER CHATTOGRAM ASSOCIATION



1. Definitions (1)

In this constitution

Chattogram Association means a group of interacting people living in a common location (community of location) or residing from Greater Chattogram in the UK or sharing common ethnicity, values, or experiences (community of culture or community of identity). Also, Chattogram Association means a community organisation where membership is open and accessible to all members of a community (and generally reflects the demographics of its community) and which accounts for its actions to that community.

Association means a not-for-profit organisation, charitable, non-government, non-political organization whose primary objects relate to the service (development and wellbeing) of Greater Chittagonians and local community.

Greater Manchester Chattogram Association means a community-based organisation where the governing body (board or management committee) is elected rather than appointed and is the main point of authority within the organisation,

Secretary means: (a) the person holding office under this constitution as secretary of the association, or (b) if no such person holds that office - the public officer of the association.

Special general meeting means a general meeting of the association other than an annual general meeting.

The Act means the Associations Incorporation Act 2009.

The Regulation means the Associations Incorporation Regulation 2010. (2) In this constitution:

(a) A reference to a function includes a reference to a power, authority and duty,

(b) A reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(c) A rule applying to a member shall also apply to an associate member and an individual member unless otherwise stated.

2. Name

The name of the Association shall be Greater Manchester Chattogram Association Incorporated, hereafter referred to as 'GMCA'.

3. Nature of the Association:

The Greater Manchester Chattogram Association shall be a charitable, social, non-government, non-political association working for the welfare of the Greater Chittagong in Bangladesh and for the benefit of member of public who are from Greater Chittagong residing in UK without any discriminations of casts, class, creed, culture, sect, religion, and community discrimination as well as local community in the UK.

4. Aims/Objectives

Greater Manchester Chattogram Association (GMCA) is established.

- 4.1 To promote the benefit without distinction of age, sex, race, political, religious or other opinion by associating the statutory authorities, voluntary organization and other social organization in a common effort to advance education, and to provide facilities in the interests of social welfare.
- 4.2 To encourage and work towards education, social and economic development of greater Chittagong.
- 4.3 To provide or secure the provision of social services, educational and recreational facilities, and practical assistance for elderly and disabled people within the area of benefit.
- 4.4 To purpose is to prevent social exclusion and promote social inclusion and community strengthening through supporting, developing, and promoting own Christy and culture and work on poverty elevation programme.
- 4.5 To work towards betterment of people in the field of addictions and disabilities.
- 4.6. To work towards women's development, protection of women's rights in the shape of providing legal, social, monetary help and assistance.
- 4.7 To construct infrastructure including fresh drinking water and energy resources in Chittagong/Bangladesh and in UK.
- 4.8 To encourage the sharing and development of talents, to learn new skills and provide training for the people of Greater Chittagong in Bangladesh and in UK.
- 4.9 To meet regularly for creative and social activities at a place accessible to all members. Also invite external artists and other creative people to develop the skills of members and to promote.
- 4.10 Recruit and train volunteers with relevant skills to carry out the objects of the association.
- 4.11 Promote and organize co-operation in the achievement of the above objects and to the end to work in association with local authorities and voluntary organizations engaged in the furtherance of the above objects in benefits.
- 4.12 To establish or to secure the establishment of an Association centre (herein after called the GMCA Centre) and to maintain it and to manage to co-operate with any local statutory authority in the maintenance and management of such a centre for activities promoted by GMCA and its constituent bodies in furtherance of above objects.

- 4.13 Do all such other lawful things as may be necessary for the attainment of the above objects or any of them.

5. Powers

To further these aims the committee shall have power to:

- 5.1 Obtain, collect, and receive money or funds by way of contributions, donations, grants, and any other lawful method towards the aims of the Association and may not engage in any form of trading.
- 5.2 Associate local authorities, voluntary organisations and the residents of Greater Chittagong and local residents of Greater Manchester in a common effort to carry out the aims of the Association.
- 5.3 Do all such lawful things as will further the aims of the GMCA.

6. Office of the Association

The office of the Association is _____.

7. Membership and Fees

The Executive committee shall fix the rate of annual subscription appropriate to each category of membership. The Management/Executive Committee shall have the power to approve or reject applications for membership or to terminate the membership of any member provided that the member shall have the right to be heard by the committee before a final decision is made. There are four membership (Executive, General, Youth, Life time & Founding member) categories within the Association.

7.1 General Member

- a. Must be 18 years of age or above with sound mind
- b. Yearly subscription fees payable **GBP 60.00** or Monthly GBP 5.00 (Non-Refundable).
- c. Must be related to Greater Chittagong by way of birth, brought up, employment, education and marriage.
- d. General member shall have the right to vote/eligible voting right after successfully completion of his/her membership with GMCA.

7.2 Youth Member

- a. Must be between 13-17 years of age or above with sound mind
- b. No subscription fees.
- c. Must be related to Greater Chittagong by way of birth, brought up, employment, and education.
- d. A youth member shall have no voting rights.

7.3 Life Members

A person who fulfils the requirement as laid down in section 7.1 and desire to become a life member shall apply on prescribed form of the Association. The Executive Committee shall have powers to accept or reject such application. A person shall become the life member of the GMCA with paying one off subscription fee of **GBP 500.00 (Non-Refundable)**. Lifetime members also shall have the right to vote.

7.4 Founding Members

- 7.4.1 A member of an Association who involved in, or whose membership commenced with the Association's foundation since its first meeting.
- 7.4.2 A founding member will be treated as a regular member, but he/she will have the access to the EC meetings and will have the rights to say and cast vote in any meeting.
- 7.4.3 All founding members and their families will be treated with due respect no less than a life member.
- 7.4.4 All founding members should be invited to attend in all EC, AGM and all events of the group.
- 7.4.5 Founding member may lose his rights to attend all or any meeting/s due to any activity against the Association's interest but still he/she remain as a founding member.

8. Rejection, suspension, Cancellation & Registration of Membership

- 8.1 Well-wishers anywhere or persons who, in the opinion of the EC, have special knowledge or experience to offer to the Association; such members shall be called Associate members and shall [have] [not have] the right to vote at meetings of the association.
- 8.2 Person whose application for membership is rejected by the EC, the person can apply again after lapse of three calendar months. All membership in the association will be given by EC through simple majority in a quorum of the EC.
- 8.3 Members who have not cleared dues shall have no right to Vote.
- 8.4 Membership may be terminated if a member is 60 days or more late in subscription payment. The association will issue notice to defaulter prior to the due date.
- 8.5 A member who fail to attend 03 (three) consecutive meetings without prior intimation or justification shall cease to be a member of EC but will remain a general member. Also If any member fail to attend 05 (Five) consecutive meeting without prior intimation or justification shall cease to be a member of EC but also terminate from Association.
- 8.6 Any member may on his own accord terminate his/her membership by sending his resignation to Secretary. The EC may accept his/her resignation provided all the outstanding due are cleared to the satisfaction of the EC.
- 8.7 Use of any abusive or harassing words or behaviour against any member by another member within the meeting will be treated as gross misconduct & disciplinary concern. Member must not behave irritatingly or aggressively in the meeting which can cause another member to be disappointed or discouraged for the Association In the event that a member's conduct is deemed injuries to the Association, then either on the recommendation of the Chairman or The EC may on its own, initiate action against such a member which may result in the termination of membership subject to the version (**vote of no confidence**).
- 8.8 The use of any abusive or harassing words or behaviour against any member by another member outside the meeting will be treated as a disciplinary concern. Members must not behave irritatingly or aggressively outside the meeting as that can cause another member to be disappointed or discouraged for the Association. In the event that a member's conduct is deemed injurious to the Association consecutively then either on the recommendation of the Chairman or The EC may on its own, initiate disciplinary action against such a member which may result in the termination of membership subject to 01st, 02nd & 3rd disciplinary action.

- 8.9 The use of any abusive or harassing words or comments in GMCA social media platforms (WhatsApp & Facebook) on any occasion will be treated as disciplinary concern. Members must refrain from such abusive or harassing words or comments which can damage and cause another member to be disappointed or discouraged for the Association. In the event that a member's conduct is deemed injurious to the Association consecutively then either on the recommendation of the Chairman or The EC may on its own, initiate disciplinary action against such a member which may result in the termination of membership subject to 01st, 02nd & 3rd disciplinary action.

9. Executive Committee/Management Committee:

9.1 Terms of the Office.

Terms of the new MC shall be for a period of 02 (Two) years for all office secretary and members of the MC commencing from the date when approved by the AGM and ending until another committee is approved by the AGM.

EC must hand over charge to newly elected EC within 14 days after it has been approved.

9.2 Formation of EC:

- 9.2.1 The formation of new EC with the Honourable Chairman, new office secretary, Finance Secretary and executive members shall be held after 02 year. The EC can decide to do so after 01 years in the interest of the group.
- 9.2.2 In the event of election for any position/s (if the members cannot negotiate and more than one member are seeking the same position) will be conducted in the respective EC meeting. If necessary, a selection/election board may be formed, and the board members should not be seeking for post of the members of the EC unless the EC agrees otherwise.
- 9.2.3 The members must have minimum two (02) years active membership with GMCA to compete the post of Chairman, Secretary & Finance Secretary.
- 9.2.4 Newly Elected Chairman, Secretary & Finance Secretary will formation a Managing Committee of GMCA providing applicable post to all the active and paid members of GMCA.
- 9.2.5 After formation of Managing Committee, Within 14days Chairman will form new Executive Committee considering (Charity Act-2010) consist of not less than Thirteen (13) members of the Association. (Chairman, Secretary, Finance Secretary and Ten Executive members)
- 9.2.6 Except as provided otherwise in this constitution the policy and general management of affairs of the Association shall be directed by the committee which shall meet not less than 04 times a year shall consist of not less than 13 members of the Association, elected at Annual General Meeting.
- 9.2.7 All EC Members should provide their basic disclosure required by the Charity Commission- under Charity act-2011 as GMCA as a Charitable Organization
- 9.2.8 Any election shall be held by secret ballot or showing hands and each member shall have one vote.
- 9.2.9 The EC shall frame the rules relating to the procedures for selection/election.
- 9.2.10 Nomination from full members of the Association for members of the committee must be writing and must be in the hands of the Honorary Secretary of the Association at least 07 days before the AGM meeting herein after mentioned.

- 9.2.11 Should the number of nominations exceed the numbers of vacancies, election shall be by secret ballot of the members of the Association present and voting at an AGM.
- 9.2.12 Should the number of nominations be less than the numbers of vacancies, further oral nominations may be with the approval of the Annual General Meeting be invited from present and voting at the said AGM.
- 9.2.13 The committee elected at an AGM shall have the power to co-opt further members, who shall be individual members [EC members] or [general members] who shall serve until the conclusion of the next following Annual General Meeting provided that the number of co-opted members shall not exceed one third to the total membership of the committee.
- 9.2.14 The Chairman, Secretary and Treasurer, who shall be the honorary officers of the Association, shall be full individual members or representatives of the Association and shall be elected annually by the and from the members of the Committee at their first meeting following the annual general meeting. The office of Chairperson shall not be held by any one person for more than 2 (Two) consecutive terms.
- 9.2.15 Any member of the Committee who fails to attend 05(Five) committee meetings without excuse shall lose his/her place on the Committee which may be filled by co-option in accordance with Clause-.....above.
- 9.2.16 The trustee (if appointed) shall be notified of and shall be entitled to attend all meeting of the committee but shall not have the power to Vote.

10. The composition, power and functions of the Executive Committee;

- 10.1 Powers of the committee Subject to the Act, the Regulation, and this constitution and to any resolution passed by the association in general meeting with 2/3 majority: the committee:
- 10.2 Is to control and manage the affairs of GMCA,
- 10.3 May exercise all such functions as may be exercised by GMCA, other than those functions that are required by this constitution to be exercised by a general meeting of members of the association, and has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the Association.
- 10.4 EC shall consist of minimum 13 members of the association.
- 10.5 EC may appoint sub-committee, advisory group or working parties of its own members to perform any responsibilities or any particular event or to achieve any goals of the Association. All such sub-committees shall make regular reports on their work to the Committee.
- 10.6 EC may nominate through resolution any three members of the association to run the accounts in any bank of UK.
- 10.7 New signatories shall be from the new EC, Ex-signatories shall surrender all financial responsibilities to the new EC except in any exceptional circumstance, Bank must be notified of the new signatories.
- 10.8 EC shall appoint an auditor for the purpose of auditing the accounts of the Association if required by law or otherwise.
- 10.9 To invite, nominate, accept, suspend, cancel, or restore the membership of person(s) according to the provision of the section-8 of the constitution.
- 10.10 To appoint, suspend or dismiss paid staff of the Association if deemed necessary, it shall also determine the terms and conditions of the employment of staff.

- 10.11 To prepare schemes, budgets and progress reports and shall be responsible for the maintenance and case study of the office records and property etc.
- 10.12 It shall prepare annual activity, audited accounts and present them to the AGM for approval.
- 10.13 EC can include or exclude any mention with any position or no position within the EC and Advisory Committees.
- 10.14 Observers in EC meeting can be allowed with the consent of Chairman of meeting.
- 10.15 Any misunderstanding or conflicts between two or more members must be resolved among themselves first before bringing the issues in the meetings.
- 10.16 EC can terminate any member with any position or non-position on the grounds of the Inactivity or any action against the interests and objective of the Association.
- 10.17 EC shall fix date, time, and place for holding AGM as and when due or convenient.
- 10.18 EC, advisory committee and position can be reshaped and reshuffled by the EC committee to run the association smoothly.
- 10.19 All property movable as well as immovable, belongings to the Association shall vest in the EC, which shall administer it only for the aims and objectives of the Association. The EC shall have no power to transfer directly any portion of the money, property or income of the Association to it's member or their relatives by way of dividend, bonus or profit.
- 10.20 The proceeding of the committee shall not be invalidated by any failure to elect or any defect in the election, appointment, co-options, or qualifications on any member.
- 10.21 The EC of the GMCA shall be composed of the following office bearers and members.
 - Chairman x 01
 - Vice Chairman x
 - Advisors x
 - General Secretary x 01
 - Asstt. General Secretary x
 - Finance Secretary x 01
 - Asst. Treasurer/Asstt. Finance Secretary x
 - Organizing Secretary x
 - Press & Public Secretary x
 - Social & Welfare x
 - Women's Affairs x
 - Asstt. Women's Affairs x
 - Sports Secretary x
 - Cultural Secretary x
 - Education Secretary x
 - Membership Secretary x
 - Creation & Development Secretary x
 - Youth Secretary x
 - International Affairs x

- Religious Secretary x
- EC General Members x

11. Power and duties of the Office Bearers of the Executive Committee:

The main officers/Office Bearers of the Management Committee shall be:

- The Chairman
- The Secretary
- The Finance Secretary

and such other officers the group shall deem necessary at the meeting.

11.1 The Chairman

- 11.1.1 All meetings of the Association or of any of its sub-committees shall be presided over by its Chairman, or in his/her absence, its Vice-Chairman. If neither are present, those present may elect one of their number to take the chair.
- 11.1.2 The Chairman shall be the constitutional head of the Association and shall preside all meetings.
- 11.1.3 He should be duly respected by all members as head of the Association.
- 11.1.4 The Chairman shall ensure that the provisions of the constitutions are duly carried out in all respect.
- 11.1.5 The Chairman shall have the right of casting vote in any meeting in case of tie.
- 11.1.6 The Chairman may consider the opinion or consultation with/of his advisors in case of any emergency or unwanted situation arise and make his decision to take with full responsibility for the benefit of GMCA.
- 11.1.7 The Chairman shall supervise the working of the organisation, guide and help the office bearers in discharge of their duties.
- 11.1.8 Ensure the register of members is up-to-date and make it available for inspection by members.
- 11.1.9 Ensure the AGM and notices for the meeting are delivered in accordance with appropriate legislation and the Executive document.
- 11.1.10 Ensure the voting procedures and resolutions are carried out according to relevant legislation and the governing document.
- 11.1.11 Maintain and update all relevant statutory forms, ensuring these are forwarded to the appropriate authorities when changes are made.
- 11.1.12 Ensure that relevant documents and returns are filed with the relevant authority, including annual returns, accounts, amended governing documents, change of registered offices, change in governing body members.
- 11.1.13 Some organisations combine the role of company secretary with that of administrative duties, such as preparing agendas for governing body meetings and taking minutes of meetings.

11.2 The Vice-Chairman

Similar powers as that of President in his absence.

11.3 The General Secretary:

11.3.1 The General Secretary shall act in consultation with the Chairman.

11.3.2 The General Secretary in consultation with the Chairman shall prepare the agenda, call meeting of the EC in accordance with the provision of the constitution, prepare and put up the minutes of the last meeting for confirmation and maintain proper record of the same.

11.3.3 The General Secretary shall be responsible for the execution of the resolution and directive of the Executive Committee.

11.3.4 The general Secretary shall prepare annual reports about the work done by the organisation and submit it before the Executive Committee.

11.3.5 The General Secretary shall be responsible for submission of the report and return as desired by the Registering Authority. The respective Social Welfare Officer shall also be responsible for the office management and record of the organisation. The General Secretary shall conduct all correspondence on behalf of the Organisation and co-ordinate all activities of the organisation.

11.3.6 The General Secretary shall verify all bills, vouchers etc, get approval of the president and forward them to Finance Secretary for scrutiny & payment as per rules.

11.4 Asst General Secretary:

11.4.1 The Joint Secretary shall assist the General Secretary and share the responsibility. Furthermore, in the absence of the General Secretary, the Joint Secretary shall exercise all the powers and functions of the General Secretary.

11.4.2 The Asst General Secretary will act as per the advice of the General Secretary with specific responsibilities to assist the General and Joint Secretaries.

11.5 Finance Secretary/Treasurer:

11.5.1 The Treasurer shall arrange collection of donations, grant, aids, subscriptions and issue proper receipts.

11.5.2 The Treasurer shall deposit the amount in the bank account of the Organisation.

11.5.3 The Treasurer shall maintain register of members, donors with their names and addresses.

11.5.4 Maintain accounts of income and expenditures.

11.5.5 Arrange audits of the accounts of the Organisation and it's affiliated welfare programme units

11.5.6 Prepare annual budgets, quarterly reports & schemes for fund generation and obtain approval of the Executive Committee. The Treasurer shall perform as per (Section11.3.6)

12. Finance

- 12.1 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 provided that nothing herein contained shall prevent the payment of legitimate out-of-pocket expense to members of the Association engaged upon the approved business of the Association.
- 12.2 The Treasurer shall keep proper accounts of the finance of the Association.
- 12.3 The financial year of the Association shall run from 01 April to 31 March.
- 12.4. The accounts shall be audited at least once a year by an auditor or auditors who shall be appointed at the Annual General Meeting.
- 12.5. An audited statement of accounts for the last financial year shall be submitted by the Committee to the Annual General Meeting.
- 12.6 A bank account shall be opened in the name of the Association with -----Bank Ltd.... Or with such other bank as the committee shall from time to time decided. The committee shall authorise in writing the Honorary Treasurer and 2 members of the committee to sign cheques on behalf of the Association. All cheques must be signed by not less than 2 of 3 authorised signatories.
- 12.7 A proper record of all transactions shall be kept.

13. Trust Property

The association may appoint and may terminate the appointment of not less than 3 people to act as trustees for the purpose of holding any monies or property belonging to the Association. The title to all or any such real and/or personal property which may be required by or for the purpose of the Association shall be vested in the trustees who shall hold such property in trust for the Association. The trustees shall act under the instructions of the committee who shall, subject to the approval and consent of the Association as determined by General Meeting, have power to fill vacancies among the trustees.

14. Annual General Meeting

- 14.1 The first annual general meeting of the Association shall be held not later than the 15/Jan/2022 and each year thereafter.
- 14.2 An Annual General Meeting of the Association shall be held at such place and time (not being more than 15 months) after the holding of preceding Annual General Meeting as the Committee shall determine.
- 14.3 Where possible members shall be notified individually, otherwise notice will be deemed served by advertising the meetings in at least 14 days' notice of the AGM.
- 14.4 At such an annual General Meeting the business shall include the following.**
- 14.4.1 The election of members to serve on the committee.
- 14.4.2 The appointment of an auditor or auditors
- 14.4.3 The consideration of annual report of the work done by or with the help & support of the committee.

- 14.4.4 The consideration of the audited accounts.
- 14.4.5 The transaction of such other matters as may from time to time be considered necessary.

15. Special General Meeting

The committee may at any time at its discretion and shall open a requisition signed by not less than 17 members, having the power to vote and giving reasons for the request, call a Special General Meeting of the Association for the purpose of altering the constitution in accordance with clause 12 hereof or of considering any matter which may be referred to them by the committee or any other purpose.

16. Vote of No Confidence.

- 16.1 Any member who for some reason show no confidence on an office bearer or a member of the EC shall inform the Chairman of the EC in writing to this effect giving solid proof of the member's attitude, misconduct, misuse of power of power under the constitution or violating the aims and objectives of the organization, by law/rules detrimental to cause of Association.
- 16.2 The Chairman/EC shall give members a chance to clear himself within 15 days of the receipt of no confidence motion and after being satisfied that they are sufficient ground to proceed against the member concerned, the president shall convene a special meeting as laid down under (Section---) and place the matter before EC.
- 16.3 The EC shall with (2/3) majority of the members present in the respective meeting decide either to remove such office bearer/member of the EC or otherwise.

17. Rules of Procedure at all meetings

Voting

Subject to the provisions of clause 12 hereof all questions arising any meeting shall be decided by a simple majority of those present and entitled to vote there at. {In case of an equality of votes the chairman shall have a second or casting vote}.

Minutes

Minute books shall be kept by the committee and all sub committees, and the appropriate Secretary shall enter therein a record of all proceeding and resolutions. This task is generally the responsibility of the Secretary.

Quorum

The quorum at General meeting of the Association shall be 21 and at meeting of committee shall be 11 or such other numbers as the Committee may from time to time determine.

Standing orders

The committee shall have power to adopt and issue standing orders and/or Rules for the Association. Such standing orders and/or Rules shall come into operation immediately PROVIDED ALWAYS THAT they shall be subject to review by the Association in General meeting and shall not be inconsistent with this constitution.

18. Alteration to the constitution

- 18.1 Any alterations to this constitution shall receive the assent of not less than two thirds of the members of the association present and voting at the Annual General Meeting or a Meeting specially called for the purpose PROVIDED THAT notice of any such alteration shall have been received by the Secretary in writing not less than 21 clear days before the meeting at which the alteration is to be brought forward.
- 18.2 At least 14 clear days' notice in writing of the meeting setting forth the terms of the alteration to be proposed shall be sent to the Secretary to each member of the Association PROVIDED FURTHER THAT no alteration shall be made which would cause the association to cease to a charity at law.

19. Dissolution

- 19.1 If the committee by a simple majority decides at any time that on the ground of expense or otherwise it is necessary or advisable to dissolve the Association, they shall call meeting of full members of the Association.
- 19.2 If such decision shall be confirmed by a simple majority of those present and voting at such meeting the committee shall have the power to dispose of any assets held by or in the name of Association.
- 19.3 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 committee may decide.

20. Indemnity

The Association shall indemnify and keep indemnified every officers/members/volunteers and employee of the Association from and against all claims, demands, actions and proceeding (and all costs and expense in connection therewith or arising therefrom) made or brought against the Association in connection with its activities, the actions of its officers/members/volunteers and employees, or in connection with its property and equipment but this indemnity shall not extend to liabilities arising from wilful and individual fraud, wrongdoing or wrongful omission on the part of the officer, member, volunteer or employee sought to be made liable. The Treasurer shall effect a policy of insurance in respect of this indemnity.