

CONSTITUTION - ~~Amended~~

(Dated 5 August 2006, Subject to Approval)

This Constitution dated the 5 August 2006 includes the amendments recommended by the Executive Committee in consultation with and approved by the Charity Commission and replaces the Constitution dated 18 December 2005.

1. Name

1.1. The name of the charity shall be: READING HINDU CENTRE (Hereinafter called the 'Charity')

2. Administration

2.1 Subject to the matters set out below the Charity and its property shall be administered and managed in accordance with this Constitution by the members of the Executive Committee - constituted by Clause 6 of this Constitution.

3. Objects

3.1 The objects of the Charity are by such means as are charitable to promote the Hindu religion, to provide a place of worship for followers of the Hindu religion and to promote and encourage the values of the Hindu faith for the benefit of the public at large.

3.2 The Charity shall be politically non-aligned.

4. Powers

4.1 The Executive Committee must manage the business of the Charity and they have following powers in order to further the Objects (but not for any other purpose):

4.1.1 Make any regulations and rules, appoint and constitute Sub Committees for managing the business of the Charity.

4.1.2 Develop the Charity as the centre for the Hindu Community for organising religious, cultural and community activities.

4.1.3 Organise Discourses, Educational visits and Open days to enhance the understanding about the concepts, values and philosophy of Hinduism as a way of life.

4.1.4 Work with other charities, voluntary bodies and statutory authorities and exchange relevant information and advice with them.

4.1.5 Write, reproduce, print and circulate documents, or produce films and/or recorded tapes (whether audio /visual or both).

4.1.6 Raise funds and invite and receive contributions from any individual/(s) or organisation/(s) by way of donations, fees or otherwise. In doing so the Executive Committee must not undertake any substantial permanent trading activity and must comply with any relevant statutory regulations.

4.1.7 Open and operate such bank accounts as considered necessary, and invest funds and to delegate management of funds in the same manner and subject to the same conditions as permitted to do by the Trustees Act 2000.

4.1.8 Purchase, take on lease or in exchange, hire or otherwise acquire any property necessary for the achievement of its objects and construct, maintain, alter and equip it for such use.

4.1.9 Sell, lease or otherwise dispose of all or any part of the property or assets of the Charity. In exercising this power, the Executive Committee must comply as appropriate with sections 36 and 37 of the Charities act 1993.

4.1.10 Borrow money and to charge whole or any part of the property of the Charity as security for repayment of the money so borrowed. In exercising this power, the Executive Committee must comply as appropriate with sections 38 and 39 of the Charities act 1993 if they intend to mortgage land.

4.1.11 Employ and pay any individual/(s), who shall not be members of the Executive Committee, reasonable remuneration as is necessary for the proper pursuit of the objects.

4.1.12 Obtain and pay for such goods and services as are necessary for carrying out the work of the Charity.

4.1.13 Do all such other lawful things as are necessary for the achievement of the objects.

4.2 No alteration of this constitution or any special resolution shall have retrospective effect to invalidate any prior act of the Executive committee.

4.3 Any meeting of the Executive Committee at which a quorum is present at the time relevant decision is made may exercise all the powers as set out in this constitution.

5. Membership

5.1. Annual/Life Membership of the Charity shall be open to those individuals who:

5.1.1 are of the Hindu Faith, and

5.1.2 are aged eighteen or above, and are interested in supporting and furthering the objects and the work of the

- Charity, and
- 5.1.3 shall abide by the regulations and rules laid down in this constitution and by the executive committee from time to time, and
- 5.1.4 have paid the non-refundable membership fee as prescribed from time to time by the Executive Committee
- 5.2 Associate Membership of the Charity shall be open to those individuals who satisfy the criteria's 5.1.2, 5.1.3 and 5.1.4, but are not of the Hindu faith.

5.3 Corporate Membership of the Charity shall be open to:

- 5.3.1 Any local, national, international, charitable or voluntary organisation whether corporate or incorporate, which has an interest in the objectives and furthering the work of the Charity, provided that the:
- 5.3.1.1.1 Corporate Members' aims and objectives must not conflict with the objectives of the Charity
- 5.3.1.1.2 Corporate member pays non-refundable membership fee as prescribed by the Executive Committee
- 5.3.2 Each Corporate Member may nominate one member of their organisation to attend the Annual General Meeting (AGM) of the Charity and observe the business conducted.

5.4. Membership Procedure

- 5.4.1 Membership period (not applicable to Life Membership) shall commence on 1 January and end on 31 December each year.
- 5.4.2 An individual/or organisation that wishes to become a member of the Charity shall complete the relevant membership application form and submit it to the Joint Secretary, along with the appropriate membership fee. The membership application shall be presented to the Executive committee for approval as soon as it is practicable.
- 5.4.3 The Executive Committee may only refuse membership application if, acting reasonably and properly, it considers it to be in the best interests of Charity to refuse the application.
- 5.4.4 The Executive Committee must inform the applicant in writing of the outcome of the application and if applicable the reasons for the refusal within twenty-eight days of the decision.
- 5.4.5 In the event of an application being refused the applicant may make written representation to the Executive committee within 28 days, which the Executive Committee will consider as soon as practicable. The Committee's decision following any representations must be notified to the applicant in writing within 28 days of its decision, but shall be final.
- 5.4.6 Membership is non transferable.
- 5.4.7 The Executive Committee must keep the record of names and addresses of the members.

5.5. Termination of membership

The Executive Committee shall have the power to terminate any membership if the:

- 5.5.1 member dies, or if it is an organisation, ceases to exist.
- 5.5.2 member resigns by giving 21 days written notice to the charity.
- 5.5.3 any sum due from the member to the charity is not paid in full within three months of it falling due without reasonable excuse.
- 5.5.4 member is removed from membership by a resolution of the Executive Committee that it is deemed to be in the best interests of the Charity that his/her or organisation's membership is terminated. A resolution to remove a member from membership may only be passed if:
- 5.5.4.1 the member has been given at least twenty-one days' notice in writing of the meeting of the Executive Committee at which the resolution will be proposed and the reason why it is to be proposed. ~~A member shall be allowed to make representations to this meeting, which he/she may attend with an individual (who should also be a member of the charity).~~ The decision of the Executive Committee shall be final and notified to the member within 28 days of the meeting.

6. Formation of the Executive Committee

- 6.1. Twelve Annual/Life members of the Charity shall be elected at the Annual General Meeting (AGM) to serve on the Executive Committee.
- 6.2. No two members will be elected on the Executive Committee who is marital related.
- 6.3. Election to the Executive Committee shall be for three years. One third of the elected members of the Executive committee shall retire annually but shall be eligible for re-election. The members so to retire being those who have been longest in the office since their last election. In the case of two or more members who have been in office the same length of time, those due to retire shall be determined by the executive committee
- 6.4. The Executive Committee may co-opt up to two further members, for their expertise and advice or to fill a casual

vacancy when required. They shall serve until the conclusion of the next Annual General Meeting (AGM) after co-option. Co-opted members shall be entitled to vote at meetings of the Executive Committee.

- 6.5. The elected members of the Executive Committee, shall nominate and elect from its members the following office bearers: Chairperson, Vice-Chairperson, Secretary, Joint-Secretary, Treasurer, Joint Treasurer, Property Manager, Event Co-ordinator as the Office Bearers of the Executive Committee.

7. Proceedings of the Executive Committee

- 7.1 The Executive Committee may from time to time make and alter rules for the conduct of its business. No rule may be made which is inconsistent with this constitution.
- 7.2 The Executive Committee shall meet not less than six times a year. The Secretary shall issue a calling notice to each Executive Committee member, accompanied by a written agenda, at least 14 days prior to the meeting. However, in the event of an emergency the Chairman may hold a meeting of the Executive Committee at short notice with or without an agenda.
- 7.3 The Secretary shall keep full and permanent minutes of proceedings and resolutions of all meetings and circulate the same to all the members of the Executive Committee with the next calling notice.
- 7.4 There shall be a quorum when not less than six elected members of the Executive Committee are present at a meeting.
- 7.5 Decision relating to every business matter shall be determined by a simple majority of votes of members present and entitled to vote thereat.
- 7.6 Each Executive Committee member shall have one vote but if there is an equality of votes the person who is chairing the meeting shall have a casting vote in addition to any other vote he or she may have.
- 7.7 The Executive Committee may appoint from its members such special sub or standing Committees as may be deemed necessary by the Executive Committee and shall determine their terms of reference, powers, duration and composition. All acts and proceedings of such special sub or standing Committees shall be reported back to the Executive Committee.
- 7.8 No member of the Executive Committee shall acquire any interest in property belonging to the Charity (otherwise than as a trustee for the Charity), or receive remuneration (except for indemnity insurance premium), or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by the Executive Committee unless the interest is declared of the relevant individual, and approval obtained by the Executive Committee.
- 7.9 The Executive Committee may at any time at their sole discretion invite the resignation of, or dismiss from the Executive Committee, a Committee member who without good cause, fails to fulfil the duties set out in this constitution or whose actions are prejudicial to the Charity or who fails to attend three consecutive meetings and or remained absent in a third of the meetings conducted by the Executive Committee in any year, provided that:
- 7.9.1 Such member has been given at least twenty-one days' notice in writing of the meeting at which the matter will be discussed. Such member shall be entitled to make representations to this meeting, which he/she may attend with an individual (who should also be a member of the charity). The decision of the Executive Committee is final and shall be notified to the member within 28 days of the meeting.
- 7.10 An executive committee member shall cease to hold office if he or she:
- 7.10.1 is disqualified from acting by virtue of section 72 of the Charities Act 1993 (or statutory re-enactment or modification of that provision)
- 7.10.2 ceases to be a member of the Charity.
- 7.10.3 becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs
- 7.10.4 resigns by notice to the Charity
- 7.11 Any failure to elect or any defect in the election, appointment, co-option or qualification of any member shall not invalidate the proceedings of the Executive Committee.

8. Application of the Income and Property

- 8.1 All the income and property of the Charity shall be applied solely towards the promotion of the objects.
- 8.2 None of the income or property of the Charity may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise, by way of profit to any member of the Charity. This does not prevent:
- 8.2.1 a member from receiving reasonable and proper remuneration for any goods or services supplied to the Charity,
- 8.2.2 a member of the Executive Committee from receiving repayments or reimbursement of the reasonable expenses properly incurred by him or her when acting on behalf of the Charity.
- 8.2.3 a member of the Executive Committee from buying goods or services from the Charity upon the same terms as other members or members of the public
- 8.2.4 the purchase of indemnity insurance for the Executive committee against any liability that by virtue of any rule of law would otherwise attach to a trustee or other officer in respect of any negligence, default breach of duty or breach of trust of which he or she may be guilty in relation to the Charity but excluding individual fines.

- 8.3 No Executive Committee member may be paid or receive any other benefit for being a member of the Executive Committee.
- 8.4 A member of the Executive Committee must abstain himself or herself from any discussions of the Committee in which it is possible that a conflict will arise between his or her duty to act solely in the interests of the Charity and any personal interest (including but not limited to any personal financial interest), and take no part in the voting upon the matter, and declare his/her interest in the matter.
- 8.5 The income of the Charity, including all financial contributions shall be paid into an account or accounts operated by the Executive Committee in the name of the Charity at such bank or banks, as the Executive Committee shall from time to time decide. All cheques drawn on the account or accounts must be signed by at least two members of the Executive Committee so authorised in writing. The Executive Committee shall authorise the Treasurer / Joint Treasurer, the Secretary / Joint Secretary and one other member of the Executive Committee to sign cheques on behalf of the Charity.

9. **Annual General Meeting (AGM)**

- 9.1. The first AGM shall be held as soon as is practical after the approval of this constitution
- 9.2. The first AGM will be called by the Executive Committee.
- 9.3. The members of the Charity entitled to vote at the first AGM shall be members of the Hindu Faith and shall have been members of the Charity prior to 1 April 2006.
- 9.4. Thereafter, there shall be an Annual General Meeting (AGM) of the Charity, which shall be held within six months of the end of the membership year, at such place, as the Executive Committee shall determine.
- 9.5. At each Annual General Meeting the business shall include the election of the Executive Committee, the consideration of the annual reports of the Executive Committee, the Annual statement of accounts of the Charity and the transaction of such matters as may from time to time be necessary.

10. **Extra Ordinary General Meeting (EGM)**

- 10.1. The Chairperson of the Executive Committee may at any time at his/her discretion call an EGM to consider the business specified on the notice of the meeting, and for no other purpose.
- 10.2. The Chairperson shall call an EGM upon receiving a written request signed by one quarter of the membership eligible to vote at that time, and giving reasons for such a request.

11. **Notice**

- 11.1. The minimum period of notice required to hold AGM, EGM or any such general meeting of the Charity is twenty-one days from the date on which the notice is deemed to have been given.
- 11.2. The notice must specify the date, time and place of the meeting and the general nature of the business to be transacted.
- 11.3. The notice must be given to all members, and should be served by the Secretary.
- 11.4. Any notice may be served by the secretary on any member, either personally or on its appointed representative as the case may be, or by sending it through the post in a prepaid letter addressed to such member at his/her or its last known address in the United Kingdom and any letter so sent shall be deemed to have been received within three days of posting.

12. **Quorum**

- 12.1. No business shall be transacted at any general meeting unless a quorum is present.
- 12.2. A quorum is one tenth of the number of voting members of the Charity for the time being, or twenty-five voting members of the Charity, whichever is the greater
- 12.3. If a quorum is not present within half an hour from the time appointed for the meeting; or during a meeting a quorum ceases to be present, the meeting shall be adjourned to such time and place as the Executive Committee shall determine.
- 12.4. The Executive Committee must reconvene the meeting and must give at least seven days notice of the reconvened meeting stating the date, time and place of the meeting.
- 12.5. If no quorum is present at the reconvened meeting within fifteen minutes of the time specified for the start of the meeting the members present at that time should constitute the quorum for that meeting.

13. **Voting rights**

- 13.1. Annual / Life member shall have right of one vote at the Annual General Meeting (AGM), Extra-ordinary General Meeting (EGM) or any General meeting called by the Executive Committee where members are required to cast a vote, provided that:
 - 13.1.1 the Annual / Life member has been a member of the charity continuously for a period of not less than 12 months up to the date of the notice of such a meeting.

14. Procedure for the Election for constituting the Executive Committee at the AGM

- 14.1. The Executive committee shall from time to time lay down appropriate procedure/s for holding election for constituting the Executive Committee at the AGM
- 14.2. The candidate who wishes to contest this election must be a member of the Charity for a continuous period of not less than 12 months up to the notice of the election.
- 14.3. The candidate shall be nominated and seconded by two separate Full and/or Life Members who also are members of the Charity for a continuous period of not less 12 months up to the date of the notice of the election.
- 14.4. No member will be allowed to nominate and second two candidates in any one election.
- 14.5. The candidates shall indicate their willingness to accept appointment if elected, and must attend in person at the AGM.
- 14.6. A written ballot will be organised by the Appointed Officer to determine, by a positive vote, the members elected to serve for the forthcoming term.
- 14.7. The Appointed Officer must receive nominations in writing at least 14 days before the date appointed for the holding of the Annual General Meeting (AGM).

15. Accounts, Annual Report and Annual Return

- 15.1. The financial year of the Charity shall run from the first day of January to the last day of December in any one-year.
- 15.2. The Executive Committee must comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the:
 - 15.2.1 keeping of accounting records for the Charity
 - 15.2.2 preparation of annual statements of account for the Charity, and its independent examination by a suitably qualified accounting firm
 - 15.2.3 transmission of the statement of accounts to the Charity
 - 15.2.4 preparation of an annual report and its transmission to the Commission
 - 15.2.5 preparation of an annual return and its transmission to the Commission

16. Alteration to the Constitution

- 16.1. Alteration may be made to the provisions of this constitution by a resolution proposed by the Executive Committee or by 50 voting members.
- 16.2. Any alteration of this constitution shall receive the consent of not less than two-thirds of the members present at the AGM, EGM or any other general meeting specially called for this purpose.
- 16.3. The notice of such a meeting should clearly state the terms of alterations.
- 16.4. No amendment may be made to clause 3 (Objects) without the prior consent in writing of the Charity Commission.
- 16.5. No amendment may be made which would have the effect of making the Charity cease to be a charity at law.
- 16.6. The Executive Committee should promptly send to the Commission a copy of any amendment made under this clause.

17. Dissolution

- 17.1. If the Executive Committee, by a two-third majority, decides at any time that it is necessary or advisable to dissolve the Charity, it shall call a meeting of all members stating the terms of the proposed resolution regarding the dissolution.
- 17.2. If such a decision shall be confirmed by a two-thirds majority of the eligible voting members present at this meeting, the Executive Committee shall remain in office and be responsible for winding up the affairs of the Charity in accordance with this clause.
- 17.3. The Executive Committee must collect in all the assets of the charity and must pay or make provision for all the liabilities of the charity.
- 17.4. The Executive Committee must apply any remaining property or money:
 - 17.4.1 by transfer to any charity or charities that have the same or similar objects to our charity.
 - 17.4.2 in such other manner as the Charity Commissioners for England and Wales ("the Commission) may approve in writing.
- 17.5. In no circumstances shall the net assets of the Charity be paid to or distributed among the members of the Charity (except to a member that is itself a charity).
- 17.6. The Executive Committee must notify the Commission promptly that the Charity has been dissolved. Executive committee must send a copy of the statements of the accounts of the final accounting period of the Charity to the Charity commission within 28 days of the meeting referred to in clause 17.1 above.

18. Charity Property

- 18.1. The Executive Committee shall cause the title to all land held by or in trust for the Charity to be vested in the Official Custodian of Charities.