

# **NIGERIA MUSLIM FORUM UK (NMFUK)**

## **The Constitution**



**Rev 2, Sept 2022**

## Rev History

Rev	Date	Comment
Rev0	27th of December 2010	First adoption
Rev1	3rd of September 2011	Minor update
Rev2	11th of September 2022	Comprehensive update

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## PREAMBLE

The ultimate constitution of this Charity is the Holy Qur'an.

## PART 1

### ***1. Adoption of the Constitution.***

The organisation and its property will be administered and managed in accordance with the provisions in Parts 1 and 2 of this constitution.

### ***2. The Name.***

The name of the organisation shall be the **Nigeria Muslim Forum UK (NMF UK)** herein referred to as the "Charity".

### ***3. The Objects.***

1. To promote the Islamic religion in the UK, Nigeria and the world for the benefit of the public through the holding of study circles, lectures, public celebration of religious festivals, producing and/or distributing literature on Islam to enlighten others about the Islamic religion. This should be carried out in accordance with the teachings of the Holy Quran and the teachings of prophet Muhammad (SAW).
2. To advance Islamic education, arts and culture for the benefit of the public.
3. The promotion of racial and religious harmony for the public benefit by promoting knowledge and mutual understanding between different

- racial, religious or other groups and to foster respect for beliefs and practices of different religious faiths including non-religious groups.
4. The relief of financial need and suffering among victims of natural or other kinds of disasters in the form of money (or other means deemed suitable) for persons, bodies, organisations and/or countries affected, including the provision of medical aid.
  5. the provision of appropriate support to students coming to study in the UK from Nigeria.
  6. To acquire and maintain an Islamic cultural centre as a place of worship and for the promotion of unity and harmony amongst people of all faiths or non-faiths.
  7. Such charitable purposes for the benefit of the public as the trustees shall think fit.

#### ***4. Application of the Income and Property.***

1. The income and property of the Charity shall be applied solely towards the promotion of the Objects.
2. A Trustee may pay out of, or be reimbursed from, the property of the Charity reasonable expenses properly incurred by him or her when acting on behalf of the Charity in pursuit one or more of the objectives.
3. 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:
  - a. a member who is not also a Trustee from receiving reasonable and proper remuneration for any goods or services supplied to the Charity;
  - b. a Trustee from:

- i. buying goods or services from the Charity upon the same terms as other members or members of the public;
  - ii. receiving a benefit from the Charity in the capacity of a beneficiary of the Charity, provided that the Trustees comply with the provisions of sub clause (6) of this clause, or as a member of the Charity and upon the same terms as other members;
- c. the purchase of indemnity insurance for the Trustees 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:
  - i. Fines;
  - ii. Costs of unsuccessfully defending criminal prosecutions for offences arising out of the fraud, dishonesty or wilful or reckless misconduct of the Trustee or other officers;
  - iii. liabilities to the Charity that result from conduct that the Trustee or other officer knew or ought to have known was not in the best interests of the Charity or the Trustee or other officer was reckless or indifferent to whether or not that conduct was in the best interests of the Charity or not.
- 4. No Trustee may be paid or receive any other benefit for being a Trustee.
- 5. A Trustee may:
  - a. sell goods, services or any interest in land to the Charity;
  - b. be employed by or receive any remuneration from the Charity;

- c. receive any other financial benefit from the Charity, if:
- d. he is not prevented from so doing by sub-clause (4) of this clause; and
- e. the benefit is permitted by sub-clause (3) of this clause; or
- f. the benefit is authorised by the Trustees in accordance with the conditions in sub-clause (6) of this clause.

6.

- a. if it is proposed that a Trustee should receive a benefit from the Charity that is not already permitted under sub-clause (3) of this clause, he must:
  - i. declare his interest in the proposal;
  - ii. be absent from that part of any meeting at which the proposal is discussed and take no part in any discussion of it;
  - iii. not be counted in determining whether the meeting is quorate;
  - iv. not vote on the proposal.
- b. In cases covered by sub-clause (5) of this clause, those Trustees who do not stand to receive the proposed benefit must be satisfied that it is in the interests of the Charity to contract with or employ that Trustee rather than with someone who is not a Trustee and they must record the reason for their decision in the minutes. In reaching that decision the Trustees must balance the advantage of contracting with or employing a Trustee against the disadvantage of doing so (especially the loss of the Trustee's services as a result of dealing with the Trustee's conflict of interest).



- c. The Trustees may only authorise a transaction falling within paragraphs (5) (a) - (c) of this clause if the trustee body comprises most Trustees who have not received any such benefit.
  - d. If the Trustees fail to follow this procedure, the resolution to confer a benefit upon the Trustee will be void and the Trustee must repay to the Charity the value of any benefit received by the Trustee from the Charity.
- 7. A Trustee must absent himself from any discussions of the Trustees in which it is possible that a conflict will arise between his 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. However, the Trustees May decide to allow the Trustee to make representation to other Trustees by such method and under such circumstance in accordance with the law that the Trustees May collectively decide.
- 8. In this Clause 4, "Trustee" shall include any person, firm or company connected with the organization.

## ***5. Dissolution.***

- 1. If the members resolve to dissolve the Charity the Trustees will remain in office as charity trustees and be responsible for winding up the affairs of the Charity in accordance with this clause.
- 2. The Trustees must collect in all the assets of the charity and must pay or make provision for all the liabilities of the charity.
- 3. The Trustees must apply any remaining property or money
  - a. directly for the Objects;

- b. by transfer to any charity or charities for purposes the same as or similar to the Charity;
  - c. in such other manner as the Charity Commissioners for England and Wales ("the Commission") may approve in writing in advance.
- 4. The members may pass a resolution before or at the same time as the resolution to dissolve the Charity specifying the way the Trustees are to apply the remaining property or assets of the Charity and the Trustees must comply with the resolution if it is consistent with paragraphs (a) - (c) inclusive in sub-clause (3) above.
- 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 pursuing the same or similar purposes).
- 6. The Trustees must notify the Commission promptly that the Charity has been dissolved. If the Trustees are obliged to send the Charity's accounts to the Commission for the accounting period which ended before its dissolution, they must send to the Commission the Charity's final accounts.

## **6. Amendments.**

- 1. Any provision contained in Part 1 of this constitution may be amended provided that:
  - a. no amendment may be made that would have the effect of making the Charity cease to be a charity at law;
  - b. no amendment may be made to alter the Objects if the change would not be within the reasonable contemplation of the members or of donors to the Charity;

- c. no amendment may be made to clause 4 without the prior written consent of the Commission;
  - d. any resolution to amend a provision of Part 1 of this constitution is passed by not less than two thirds of the members present at a meeting convened by the Trustees.
- 2. Any provision contained in Part 2 of this constitution may be amended, provided that any such amendment is made by resolution passed by a simple majority of the members present at a meeting convened by the Trustees.
- 3. A copy of any resolution amending this constitution must be sent to the Commission within twenty one days of it being passed.

## **PART 2**

### ***7. Membership.***

1. All Muslims are eligible to become members on application subject to fulfilling eligibility criteria as defined by the trustees from time to time.  
Participation in the programmes of the Charity is; however, open to all Muslims and Non-Muslims.
2.
  - a. The Trustees may only refuse an application for membership if, acting reasonably and properly, they consider it to be in the best interests of the Charity to refuse the application. The decision of the Trustees in these circumstances is binding.
  - b. The Trustees must inform the applicant in writing of the reasons for the refusal within twenty-one days of the decision.
  - c. The Trustees must consider any written representations the applicant may make about the decision.
  - d. The Trustees' decision following any written representations must be notified to the applicant in writing but shall be final.
3. Membership is not transferable to anyone else.
4. The Trustees must keep a register of names and addresses of the members necessary for running the affairs of the Charity in compliance with the GDPR requirements.
5. Members are required to pay membership dues as may be determined from time to time by the trustees.

## **8. Termination of Membership.**

Membership is terminated if:

- 1.the member dies or, if it is an organisation, ceases to exist;
- 2.the member resigns by written notice to the Charity unless, after the resignation, there would be less than four members;
- 3.the member is removed from membership by a resolution of the Trustees that it is in the best interests of the Charity that his or her membership is terminated. A resolution to remove a member from membership may only be passed if:
  - a. the member has been given at least twenty-eight days' notice in writing of the meeting of the Trustees at which the resolution will be proposed and the reasons why it is to be proposed;
  - b. the member or, at the option of the member, the member's representative (who need not be a member of the Charity) has been allowed to make representations to the meeting.

## **9. Meetings.**

1. The Charity must hold:
  - a. at least four (4) Board of Trustees meetings within twelve months of the date of the adoption of this constitution.
  - b. at least six (6) Management Committee meetings within the twelve months of the date of adoption of this constitution.
2. An annual general meeting must be held in each year and not more than fifteen months may elapse between successive annual general meetings.
3. All meetings other than annual general meetings shall be called special general meetings and open to all members.
4. The Trustees may call a special general meeting at any time.

5. The Trustees must call a special general meeting if requested to do so in writing by at least ten members or one tenth of the membership, whichever is the greater. The request must state the nature of the business that is to be discussed. If the Trustees fail to call the meeting within twenty eight days of the request, the members may proceed to call a special general meeting but in doing so they must comply with the provisions of this constitution.

*"In this constitution the expression 'meeting' includes, except where inconsistent with any legal obligation:*

- *a physical meeting;*
- *a video conference, an internet video facility or similar electronic method allowing simultaneous visual and audio participation; and*
- *telephone conferencing."*

## **10. Notice.**

1. The minimum period of notice required to hold:
  - a. any Board of Trustees meeting is fourteen clear days from the date on which the notice is deemed to have been given.
  - b. Any Management Committee meeting is fourteen clear days from the date on which the notice is deemed to have been given.
  - c. Any general meeting is twenty-eight days from the date on which the notice is deemed to have been given, and a special/extraordinary general meeting is fourteen days from the date on which the notice is deemed to have been given.
2. A meeting may be called by shorter notice, if it is so agreed by a quorum of all the members entitled to attend and vote.

3. The notice must specify the date, time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an annual/special general meeting, the notice must say so.
4. The notice must be given to all the members and to the Trustees.

## **11. Quorum.**

1. No business shall be transacted at any meeting unless a quorum is present.
2. A quorum is Sixty percent (60%) of the members entitled to deliberate upon the business to be conducted at the Board of Trustees or Management Committee meeting, OR ten percent (10%) of the total membership present at the time of the annual/special general meeting.
3. The authorised representative(s) of a member organisation shall be counted in the quorum.
4. If:
  - a. a quorum is not present within half an hour from the time appointed for the meeting; or
  - b. during a meeting a quorum ceases to be present, the meeting may be adjourned.
5. The adjourned meeting must reconvene and must give at least seven clear days' notice of the reconvened meeting stating the date, time and place of the meeting.
6. 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 shall constitute the quorum for that meeting. For the purpose of forming a quorum, apologies are accepted as part of the quorum.

## **12. Adjournments.**

1. The members present at a meeting may resolve that the meeting shall be adjourned.
2. The person who is chairing the meeting must decide the date time and place at which meeting is to be reconvened unless those details are specified in the resolution.
3. No business shall be conducted at an adjourned meeting unless the previous agenda items have been deliberated and exhausted.
4. If a meeting is adjourned by a resolution of the members for more than seven days, at least seven clear days' notice shall be given of the reconvened meeting stating the date time and place of the meeting.

### **13.     *Votes.***

1. Each eligible voting member shall have the right to 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 may have.

### **14.     *Representatives of Other Bodies.***

1. Any organisation that is a member of the Charity may nominate any person to act as its representative at any meeting of the Charity.
2. The organisation must give written notice to the Charity of the name of its representative. The nominee shall not be entitled to represent the organisation at any meeting unless the notice has been received by the Charity. The nominee may continue to represent the organisation until written notice to the contrary is received by the Charity.
3. Any notice given to the Charity will be conclusive evidence that the nominee is entitled to represent the organisation or that his or her



authority has been revoked. The Charity shall not be required to consider whether the nominee has been properly appointed by the organisation.

### **15. *Chairman of the Board of Trustees***

1. Board of Trustees meetings shall be chaired by the Chairman or a person who has been appointed by the Trustees as Chair.
2. If he is not present within fifteen minutes of the time appointed for the meeting a Trustee nominated by the Trustees shall chair the meeting.
3. If there is only one Trustee present at either Annual/ Special general meeting and willing to act, he shall chair the meeting.
4. In the event where the chairman cannot function, in an unforeseen circumstance, it is incumbent on the rest of the members of board of trustees to appoint a new Chairman.

### **16. *Trustees and Officers***

1. Trustees:
  - a. The trustees (BOT) shall be the highest body responsible for the general co-ordination and direction of the activities of the Charity.
  - b. The Amir and the secretary of the management committee shall be non-voting members of the board of trustees.
  - c. The Chairman of the Council of ulama shall be a non-voting member of the board of trustees.
2. The Management Committee:

- d. There shall be a Management Committee which shall comprise of the officers listed in clause 17.
- e. The Management Committee shall have the right to set up sub-committees be charged with any specific responsibilities. Such sub-committees shall be answerable to the Management Committee.
- f. In carrying out the afore-mentioned responsibility, the Management Committee shall meet from time to time at least six times a year.
- g. The posts of the Management Committee shall be elected/re-elected every two years at the General Assembly (for a maximum of two terms).
- h. The Management Committee shall have responsibility of recognising chapter and the chapter leadership.

**3. Council of Ulama - The Council of Ulama shall:**

- a. Be set up and its members appointed by the Board of Trustees.
- b. Have a tenure of 3 years renewable on satisfactory completion.
- c. Report to the Board of Trustees on all its affairs.
- d. Be headed by a Chairman who shall be elected by the Council.
- e. The Chairman of the Council shall be a non-voting member of the BOT.
- f. Be responsible for all religious/spiritual affairs of the Charity.
- g. Serve as an advisory/counselling body to the Charity.
- h. Nominate a member as its representative to Management Committee.
- i. Meet at least quarterly and from time to time as the need arises.

Only fee paying registered members can be eligible to be officers and trustees of the NMFUK.

## **17.     *Board of Trustees Members***

1. The Board of Trustees:
  - a. Shall comprise of the officers listed in clause 17.2. These shall be the Trustees of the organization.
  - b. shall be the highest body responsible for the general co-ordination and direction of the activities of the Charity.
  - c. In carrying out its responsibilities, the Board of Trustees shall meet at least four times a year.
  - d. Appointments to the Board of Trustees are permanent but subject to ratification by the Annual General Meeting on a five-year basis.
2. The Board of Trustees shall have the following officers:
  - a. The Chairman,
  - b. The Secretary and
  - c. Other Trustees.

## **18.     *Management Committee Members***

1. The Management Committee shall have the following elected officers who shall form the Management Committee members.
  - a. The Amir
  - b. Deputy Amir
  - c. General Secretary
  - d. Assistant General Secretary and Project Coordinator

- e. Publicity Secretary
  - f. Organizing Secretary
  - g. Welfare Secretary
  - h. Treasurer
  - i. Internal Auditor
  - j. Women Secretary
  - k. Youth Secretary
  - l. Financial Secretary
  - m. Website and Digital Media Secretary
  - n. Ex-officio members nominated by Management Committee and approved by BOT
  - o. Any other management office as required
- 2. the roles and responsibilities of the Management Committee is outlined in the working document.
  - 3. The NMFUK aim towards having 25% female in the Management Committee membership.

#### **19. Council of Ulama Members**

The Council of Ulama members shall:

- 1. Consist of not more than seven members.
- 2. Be headed by a Chairman who shall be elected by the Council.

#### **20. Powers of Trustees.**

Some of these powers may be delegated for execution by the Management Committee, Council of Ulama or an ad-hoc committee.

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

- a. to raise funds. In doing so, the Trustees must not undertake any substantial permanent trading activity and must comply with any relevant statutory regulations;
- b. to buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;
- c. to sell, lease or otherwise dispose of all or any part of the property belonging to the Charity. In exercising this power, the Trustees must comply as appropriate with sections 36 and 37 of the Charities Act 1993;
- d. to borrow money based on Islamic principles;
- e. to co-operate with other charities, voluntary bodies and statutory authorities and to exchange information and advice with them;
- f. to establish or support any charitable trusts, associations or institutions formed for any of the charitable purposes included in the Objects;
- g. to acquire, merge with or enter into any partnership or joint venture arrangement with any other Charity formed for any of the Objects;
- h. to set aside income as a reserve against future expenditure but only in accordance with a written policy about reserves;
- i. to obtain and pay for such goods and services as are necessary for carrying out the work of the Charity;
- j. to open and operate such bank and other accounts as the Trustees consider necessary and to invest funds and to delegate the management of funds in the same manner and subject to the same

conditions as the trustees of a trust are permitted to do by the Trustee Act 2000;

- k. to foster unity among all the Muslims;
- l. to organise educational programmes among its members with the aim of enhancing their understanding of Islam;
- m. to encourage and strengthen all existing efforts being made for the benefit of the Muslim and non-Muslim Community;
- n. to collaborate with other Islamic and non-Islamic bodies and individuals, towards advancing the cause of Islam in the UK and the world at large;
- o. to foster better community relations and working for the betterment of the society as a whole;
- p. to promote social wellbeing of the Muslim community through Islamic Education;
- q. to promote and organize co-operation in the achievement of the above purposes, and to that end, to bring together voluntary organisations, statutory authorities, individuals etc to achieve the above objects;
- r. to do all such other lawful things as are necessary for the achievement of the Objects.

2.No alteration of this constitution or any special resolution shall have retrospective effect to invalidate any prior act of the Trustees.

3.Any meeting of Trustees at which a quorum is present at the time the relevant decision is made may exercise all the powers exercisable by the Trustees.

## **21. *Appointment, Removal and Disqualification of Trustees***

### **1. Appointment**

The Charity and its activities shall be managed by a committee of no more than nine (9) trustees appointed in accordance with this constitution. They will be referred to henceforth as "The Board of Trustees".

- a. Trustee can be appointed in one of the following ways:
  - i. Approval of the previously nominated trustee at an Annual General Meeting.
  - ii. Co-option by a unanimous decision of existing Trustees.

### **2. Removal and Disqualification**

A Trustee shall cease to hold office if he:

- a. 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);
- b. ceases to be a member of the Charity;
- c. becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
- d. resigns as a Trustee by notice to the Charity (but only if at least four Trustees will remain in office when the notice of resignation is to take effect); or
- e. is absent without the permission of the Trustees from all their meetings held within a period of three consecutive meetings and the Trustees resolve that his office be vacated.

## **22. *Proceedings of Meetings of the Trustees.***

- 1.The Trustees may regulate their proceedings as they think fit, subject to the provisions of this constitution.
- 2.Any Trustee may call a meeting of the Trustees
- 3.The secretary of the BOT must call a meeting of the Trustees if requested to do so by a Trustee.
- 4.Questions arising at a meeting must be decided by consensus or a majority of votes.
- 5.In the case of an equality of votes, the person who chairs the meeting shall have a second or casting vote.
- 6.No decision may be made by a meeting of the Trustees unless a quorum is present at the time the decision is purported to be made.
- 7.The quorum shall be the number nearest to two third of the total number of Trustees, or such larger number as may be decided from time to time by the Trustees.
- 8.A Trustee shall not be counted in the quorum present when any decision is made about a matter upon which that Trustee is not entitled to vote.
- 9.If the number of Trustees is less than the number fixed as the quorum, the continuing Trustees or Trustee may act only for the purpose of filling vacancies or of calling a meeting.
- 10.The person appointed as the Chair shall chair meetings of the Trustees.
- 11.If the Chair is unwilling to preside or is not present within fifteen minutes after the time appointed for the meeting, the Trustees present may appoint one of their numbers to chair that meeting.
- 12.The person appointed to chair meetings of the Trustees shall have no functions or powers except those conferred by this constitution or delegated to him by the Trustees.
- 13.A resolution in writing signed by all the Trustees entitled to receive notice of a meeting of Trustees or of a committee of Trustees and to vote upon the resolution shall be as valid and effectual as if it had been passed at



a meeting of the Trustees or (as the case may be) a committee of Trustees duly convened and held.

14. The resolution in writing may comprise several documents containing the text of the resolution in like form each signed by one or more Trustees.

### **23.      *Delegation.***

23a.

1. In the unlikely event of a catastrophe that both trustees and management members are unable to function due to act of God, terrorist activities or similar events, it will be incumbent of any surviving member of the NMFUK to call for an AGM and appoint/select new leadership.

23b.

1. The Trustees may delegate any of their powers or functions to a committee of two or more Trustees but the terms of any such delegation must be recorded in the minute of the meeting.
2. The Trustees may impose conditions when delegating, including the conditions that:
- a. the relevant powers are to be exercised exclusively by the committee to whom they delegate;
  - b. no expenditure may be incurred on behalf of the Charity except in accordance with a budget previously agreed with the Trustees.
3. The Trustees may revoke or alter a delegation.
4. All acts and proceedings of any committees must be fully and promptly reported to the Trustees.

### **24.      *Irregularities in Proceedings.***

1. Subject to sub-clause (2) of this clause, all acts done by a meeting of Trustees, or of a committee of Trustees, shall be valid notwithstanding the participation in any vote of a Trustee who:
  - a. was disqualified from holding office;
  - b. had previously retired or had been obliged by the constitution to vacate office;
  - c. was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise, if, without:
    - i. the vote of that Trustee; and
    - ii. that Trustee being counted in the quorum, the decision has been made by a majority of the Trustees at a quorate meeting.
2. Sub-clause (1) of this clause does not permit a Trustee to keep any benefit that may be conferred upon him by a resolution of the Trustees or of a committee of Trustees if the resolution would otherwise have been void.
3. No resolution or act of:
  - a. the Trustees,
  - b. any committee of the Trustees or
  - c. the Charity in annual/special meeting

shall be invalidated by reason of the failure to give notice to any Trustee or member or by reason of any procedural defect in the meeting unless it is shown that the failure or defect has materially prejudiced a member or the beneficiaries of the Charity.

## **25. Minutes**

The Trustees must keep minutes of all:

1. appointments of Officers and Trustees made by the Trustees;

- 2. proceedings at meetings of the Charity;
- 3. meetings of the Trustees and committees of Trustees including:
  - a. the names of the Trustees present at the meeting;
  - b. the decisions made at the meetings; and
  - c. where appropriate the reasons for the decisions.

## **26.      *Annual Report, Returns and Accounts.***

- 1. The Trustees must comply with their obligations under the Charities Act 1993 with regard to:
  - a. the keeping of accounting records for the Charity;
  - b. the preparation of annual statements of account for the Charity;
  - c. the transmission of the statements of account to the Charity;
  - d. the preparation of an annual report and its transmission to the Commission;
  - e. the preparation of an annual return and its transmission to the Commission.
- 2. Accounts must be prepared in accordance with the provisions of any Statement of Recommended Practice issued by the Commission.

## **27.      *Registered particulars.***

The Trustees must notify the Commission promptly of any changes to the Charity's entry on the Central Register of Charities.

## **28.      *Property***

- 1. The Trustees must ensure the title to:

- a. all land held by or in trust for the Charity that is not vested in the Official Custodian of Charities; and
  - b. all investments held by or on behalf of the Charity, is vested either in a corporation entitled to act as custodian trustee or in not less than four individuals appointed by them as holding trustees.
- 2.The terms of the appointment of any holding trustees must provide that they may act only in accordance with lawful directions of the Trustees and that if they do so they will not be liable for the acts and defaults of the Trustees or of the members of the Charity.
- 3.The Trustees may remove the holding trustees at any time.

## **29.      *Repair and insurance.***

The Trustees must keep in repair and insure to their full value against fire and other usual risks all the buildings of the Charity (except those buildings that are required to be kept in repair and insured by a tenant). They must also insure suitably in respect of public liability and employer's liability.

## **30.      *Notices***

1. Any notice required by this constitution to be given to or by any person must be:
  - a.in writing; or
  - b.given using electronic communications.
2. Notice may be given to a member either:
  - a. personally; or
  - b. by sending it by post in a prepaid envelope addressed to the member at his or her address; or
  - c. by leaving it at the address of the member; or

- d. by giving it using electronic communications to the member's address.
- 3. A member who does not register an address with the Charity or who registers only a postal address that is not within the United Kingdom shall not be entitled to receive any notice from the Charity.
- 4. A member present in person at any meeting of the Charity shall be deemed to have received notice of the meeting and of the purposes for which it was called.
- 5.
  - a. Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given.
  - b. Proof that a notice contained in an electronic communication was properly addressed and sent shall be conclusive evidence that the notice was given.
  - c. A notice shall be deemed to be given 48 hours after the envelope containing it was posted or, in the case of an electronic communication, 48 hours after it was sent.

### **31. Rules**

- 1. The Trustees may from time to time make rules or bye-laws for the conduct of their business.
- 2. The bye-laws may regulate the following matters but are not restricted to them:
  - a. the admission of members of the Charity (including the admission of organisations to membership) and the rights and privileges of such members, and the entrance fees, subscriptions and other fees or payments to be made by members;

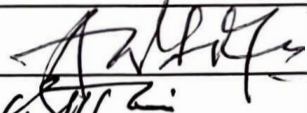
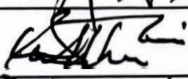
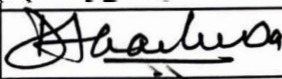

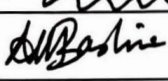
- b. the conduct of members of the Charity in relation to one another, and to the Charity's employees and volunteers;
  - c. the setting aside of the whole or any part or parts of the Charity's premises at any particular time or times or for any particular purpose or purposes;
  - d. the procedure at annual/general meetings and meetings of the Trustees in so far as such procedure is not regulated by this constitution;
  - e. the keeping and authenticating of records (If regulations made under this clause permit records of the Charity to be kept in electronic form and require a Trustee to sign the record, the regulations must specify a method of recording the signature that enables it to be properly authenticated;
  - f. generally, all such matters as are commonly the subject matter of the rules of an unincorporated association.
3. The Charity in the Trustees meeting has the power to alter, add to or repeal the rules or bye-laws.
  4. The Trustees must adopt such means as they think sufficient to bring the rules and bye-laws to the notice of members of the Charity.
  5. The rules or bye-laws shall be binding on all members of the Charity.
  6. No rule or bye-law shall be inconsistent with, or shall affect or repeal anything contained in, this constitution.

## 32 - Disputes

If dispute arises between members about this constitution or the validity of anything done through it, and the dispute cannot be resolved by agreement, the parties must first attempt mediation and then consider arbitration if the dispute remains unresolved, before resorting for litigation. NMFUK will not fund individual disputes.

32. Ratification of Constitution

- The trustees whose signatures appear below were present at the meeting where this constitution was adopted.

Name	Position	Signature
DR-ABDULLAH SHELLI	CHAIRMAN	
GARBA SANI	TRUSTEE	
DATTIRU GARKUWA	TRUSTEE	
BUKAR WOBI	TRUSTEE	
ABBA MOHAMMED BASHIR SHULWA	TRUSTEE	
DR FALALU DANWATA	TRUSTEE	