



C O N S T I T U T I O N

**TO THE
WORLD MEMON ORGANISATION
(‘THE WMO’)**

In The Name of Allah, the Most Gracious, the Most Merciful

C O N S T I T U T I O N

O F

THE WORLD MEMON ORGANISATION

('THE WMO')

Introduction

REPRESENTATIVES of the World Memon Community comprising social workers, scholars, industrialists, businessmen and professionals who attended the First Memon International Convention which was convened by Haji Abdul Latif Ebrahim Jamal, the late A. Razak Sorotia (Tasty), Mr Adam Noor, Aboobaker Cassim and Haji A. Razzak Yaqoob Gandhi 'ARY' in Dubai on the 28th and 29th April 2001, unanimously

RESOLVED: that an International Organisation of Memons be formed for the upliftment and advancement of the World Memon Community in all aspects of life under the guidance of Islamic principles.

A STEERING COMMITTEE was formed to prepare a draft Constitution for the World Memon Organisation ("the WMO") for approval at the Second Memon International Convention which was held in Dubai on the 30th and 31st March 2002.

THE SECOND MEMON INTERNATIONAL CONVENTION hosted the Inaugural General Assembly Meeting of the WMO which was attended by members of the WMO and their representatives from around the world who unanimously

ACCORDED: their approval of the WMO Constitution which appears in the following pages on the 31st March 2002.

واعتصموا برباب الله جميعا ولا تفرقوا

"Hold fast, all together, to the bond with Allah and be not divided."

The Qur'an, 3:103

وتعاونوا على البر والتقوى ولا تعاونوا على الإثم والعدوان

*"Help one another to virtue and God-consciousness
and do not help one other to sin and transgression."*

The Qur'an, 5:2

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BACKGROUND OF THE MEMON COMMUNITY:

THE ORIGIN of the Memons as a community dates back several hundred years, when a few hundred families of Sindh (now a province of Pakistan) in the Indo-Pak sub-continent, accepted Islam. The word 'Memon' is derived from the word 'Momin' (possessor of Iman, or believer), which later became the designation of millions of followers of Islam.

There are over a million Memons in the world today (in 2002). Wherever they are settled, the Memons have established their roots – as an enlightened progressive community of people. Their collective effort in establishing this body is to provide a source of inspiration and assistance for succeeding generations.

1. PREAMBLE:

We, the duly elected principal Office Bearers of the World Memon Organisation, on behalf of all of the Members of the World Memon Organisation:

- 1.1. **Aspiring** to be a community “enjoining what is right, forbidding what is wrong, and believing in Allah” (Qur’an, 3:110);
- 1.2. **Dedicated** to the injunction to “Hold fast, all together, to the bond with Allah and be not divided” (Qur’an, 3:103);
- 1.3. **Committed** to “Help one another to virtue and God-consciousness and to abstain from sin and transgression” (Qur’an, 5:2);
- 1.4. **Hereby adopt this Constitution this 7th day of September 2002.**
- 1.5. **Subject** to the matters set out below the World Memon Organisation shall be administered and managed by its duly appointed and elected Board of Management and its Office Bearers in accordance with this Constitution and with any rules and regulations including Standing Orders formulated by virtue of the provisions contained herein.

2. DECLARATION OF PRINCIPLES:

The World Memon Organisation shall be:

- 2.1. an accord of Memon organisations, institutions, corporate bodies, associations, jamaats and individuals which are established in different parts of the world;
- 2.2. an independent body, informed and guided by the Holy Qur’an and the Sunnah of the Prophet Muhammad, may Allah bless him and grant him peace, in all its aims, objectives, policies and procedures with a view to promoting and facilitating consultation, co-operation and co-ordination in Memon community affairs throughout the world;
- 2.3. a broad-based, representative organisation of Memons, accommodating and reflecting the diversity of the social, cultural and international backgrounds of the entire Memon community;
- 2.4. a body that shall endeavour to formulate, implement and utilise its policies and decisions on the basis of broad consensus and the largest practicable measure of common agreement;
- 2.5. a body that shall endeavour to utilise the talents and specialist skills of its individual members and the strengths and resources of its organised bodies in preparing the case for, and advocating, the responsibilities and rights of Memons in particular and Muslims generally worldwide;
- 2.6. a non-sectarian and non-political body working for the common good while recognising the independence and autonomy of individuals and organisations and their respective works in the community of their domicile.

3. NAME:

- 3.1 This institution shall be known as the **World Memon Organisation** (hereinafter called “the WMO”).

4. LEGAL STATUS:

- 4.1 The WMO shall be a non-profit-making organisation incorporated by guarantee and not having a share capital.

5. REGISTERED OFFICE:

- 5.1 The Registered Office of the WMO shall be situated in the England and Wales.

6. MISSION OF THE WMO:

- 6.1 The mission of the WMO is to act as the central Memon organisation representing the Memon community throughout the world and to promote the advancement, upliftment, unity, welfare and well-being of Memons in the world, in all aspects of life and at all times in accordance with and under the guidance of Islamic principles.

7. AIMS AND OBJECTIVES:

The aims and objectives of the WMO shall be:

- 7.1 to make co-ordinated and concerted efforts to resolve the economical, educational, social, cultural, medical, rehabilitation and all other problems faced by the Memon community;
- 7.2 to foster better community relations between all religious, social, ethnic and national groups for the good of society as a whole;
- 7.3 to create direct links between Memon individuals, jamaats, associations, corporate bodies, institutions and organisations throughout the world in order to harness the talents, expertise and general efforts of the Memon community as a whole for the mutual benefit of its members;
- 7.4 to work for the alleviation of poverty in the Memon community and to improve the quality and standard of living of its members;
- 7.5 to protect, maintain and promote the culture, language and dignity of Memons;
- 7.6 to promote unity, understanding and tolerance amongst the Memon community;
- 7.7 to carry out any such projects that will promote, advance and uplift the general welfare and well-being of the Memon community;
- 7.8 to strive for the eradication of any disadvantages and all forms of discrimination faced by Memons in particular and Muslims generally and to co-operate with such other national or international organisations having similar aims and objectives;
- 7.9 to facilitate the promotion of education at all levels and to recognise and honour outstanding students and scholars of the Memon community with awards, scholarships and financial assistance based on their needs and merits.

8. GENERAL POWERS:

In furtherance of the said aims and objectives – and of any other purpose that may from time to time be duly approved by the General Assembly – the General Assembly through its duly appointed and elected Board of Management (hereinafter referred to as “the Board”) and its Office Bearers (hereinafter referred to as “the Executive Committee”) shall exercise the following general powers:

- 8.1 to create and facilitate the provision of opportunities for employment and enterprise in order to develop the human resources of the Memon community;
- 8.2 to create and facilitate the provision of medical and health care facilities;
- 8.3 to promote and recognise the status of women by providing them with employment, education and training in order to enable them to participate more fully in the development of their fam-

- ilies and the Memon community;
- 8.4 to facilitate the provision of welfare for orphans, the destitute and other needy members of the Memon community;
 - 8.5 to undertake and support all other social welfare, charitable and religious projects, including the teaching of the Holy Qur'an and the Sunnah and the construction of mosques, madrassahs and other religious institutions;
 - 8.6 to establish or support any charitable trusts associations or institutions formed for all or any of the said aims and objectives;
 - 8.7 to accept any donations, grants, contributions, subsidies and bequests from philanthropists, donors and donor agencies, grants commissions and any other such individuals or organisations for the advancement and promotion of the WMO's aims and objects;
 - 8.8 to levy and collect fees, contributions, subscriptions and charges from members and any other persons or organisations affiliated to the WMO;
 - 8.9 subject to any consents required by law, to borrow, lend, invest or donate money *provided that* no usurious transaction is entered into as defined by the Shari'ah;
 - 8.10 subject to any consents required by law, to construct, buy, exchange or lease any property in the name of the WMO and to maintain and equip the same;
 - 8.11 subject to any consents required by law, to sell, let, lease, exchange or otherwise dispose of all or any part of the property or assets of the WMO;
 - 8.12 to employ such staff (who shall not be members of the Board) as are necessary for the proper pursuit of the said aims and objectives;
 - 8.13 to co-operate with other associations, charities, voluntary bodies, statutory authorities and individuals operating in furtherance of the said aims and objectives or of similar purposes and to exchange information and advice with them;
 - 8.14 to appoint and constitute such advisory and specialist committees as the Board may think fit;
 - 8.15 to promote and carry out research surveys and investigations and to publish the results thereof;
 - 8.16 to collect and disseminate information on all matters affecting the said aims and objectives and to exchange such information with other bodies having similar purposes;
 - 8.17 to cause to be written and printed or otherwise reproduced and circulated gratuitously or otherwise such papers books periodicals pamphlets or other documents or films or recorded tapes or disks (whether audio or visual or both) as shall further the said aims and objectives;
 - 8.18 to arrange and provide for the holding of conferences, exhibitions, meetings, lectures, classes, seminars and training courses;
 - 8.19 to make such rules and regulations including Standing Orders as the Board shall from time to time in their discretion think fit for the management of the WMO and all or any of its activities and from time to time to rescind or vary such rules and regulations;
 - 8.20 to establish where necessary one or more Regional Chapters, all such Regional Chapters to be administered in accordance with:
 - (i) the provisions of this Constitution;
 - (ii) any rules and regulations including Standing Orders formulated by the Board by virtue of the provisions contained herein;
 - (iii) any rules and regulations for Regional Chapters as shall be formulated from time to time by the Board; and
 - (iv) with the understanding that the Board shall at all times retain the power to take any such action as it considers necessary in respect of decisions acts and proceedings of any Regional Chapter and *provided that* all decisions acts and proceedings of all such Regional Chapters shall be fully and promptly reported to the Board;
 - 8.21 to borrow or utilise any money, equipment, facility, service, or property on such terms as the Members of the Board shall think fit;

- 8.22 to do all such other lawful things as are necessary for the promotion and achievement of the said aims and objectives.

9. MEMBERSHIP OF THE WMO:

- 9.1 Membership of the WMO shall consist of the following categories:
- (i) Apex Members (National Bodies);
 - (ii) Institution Members (Regional and Local Bodies);
 - (iii) Corporate Members (Commercial Bodies);
 - (iv) Individual Members;
 - (v) Associate Members;
 - (vi) Patrons;
 - (vii) Trustees of the WMO Charitable Foundation (“the WMOCF”).
- 9.2 **Apex Members:** Any national organisation of the Memon community which is recognised under the relevant law of any country shall be eligible to become an Apex Member of the WMO by applying on the prescribed form to the Board. Any such organisation accepted as an Apex Member shall be eligible to have up to 5 of its representatives as voting representatives at any General Assembly Meeting of the WMO.
- 9.3 **Institution Members:** Any regional or local institution, foundation, trust, social welfare organisation, professional institution, chamber of commerce, educational board or similar institution of the Memon community which is recognised under the relevant law of any country shall be eligible to become an Institution Member of the WMO by applying on the prescribed form to the Board. Any such institution accepted as an Institution Member shall be eligible to have 2 of its representatives as voting representatives at any General Assembly Meeting of the WMO.
- 9.4 **Corporate Members:** Any company, firm or other similar commercial body of the Memon community, which is recognised under the relevant law of any country, shall be eligible to become a Corporate Member of the WMO by applying on the prescribed form to the Board. Any such body accepted as a Corporate Member shall be eligible to have 1 of its Memon representatives as a voting representative at any General Assembly Meeting of the WMO.
- 9.5 **Individual Members:** Any Memon aged 18 years or above shall be eligible to become an Individual Annual or Life Member of the WMO by applying on the prescribed form to the Board. Any person accepted as an Individual Member shall be entitled to be heard and to vote at any General Assembly Meeting of the WMO.
- 9.6 **Associate Members:** Any non-Memon organisation, or non-Memon individual aged 18 years or above, shall be eligible – subject to the Board’s approval – to become an Annual or Life Associate Member of the WMO by applying on the prescribed form to the Board. The non-Memon spouse of a Memon and the descendant of an Associate Member shall be eligible to become an Associate Member of the WMO. Any non-Memon organisation accepted as an Associate Member shall be entitled to have 1 representative who may be heard at General Assembly Meetings of the WMO, but who shall not be eligible to vote or stand for election. Any non-Memon person accepted as an Associate Member shall be entitled to be heard but not to vote or stand for election at any General Assembly Meeting of the WMO.
- 9.7 **Patrons:** Any Memon who, in the opinion of the Board, has been an active and devoted person of outstanding repute and who has given or procured financial support to the WMO shall – by at least a **two thirds** majority vote of the members present and voting at the Board meeting – be appointed as a Patron of the WMO. Any such person appointed as a Patron shall (subject to compliance with the relevant regulations) be eligible to become a member of the Board and shall be entitled to be heard and to vote at any General Assembly Meeting of the WMO.
- 9.8 **Trustees of the WMOCF:** Any Individual Member of the WMO who (subject to compliance with the relevant regulations) pays or procures a Trustee’s Life Subscription to the WMOCF will, together with his or her spouse, be regarded as Life Members of the WMO and entitled to be appointed or elected as a member of the Board, as the case may be, and shall be entitled to be heard and to vote at any General Assembly Meeting of the WMO.

10. ENROLMENT OF MEMBERS:

- 10.1 Any organisation, institution, corporate body, association, jamaat, or individual who is eligible for membership of the WMO shall apply for the same on a prescribed form. The Board shall have the power to accept any such application, or to reject it without having to give any explanation or reason if in their opinion it would be detrimental to the interests of the WMO to accept any such application.

11. MEMBERSHIP FEES:

- 11.1 Each category of member, with the exception of Honorary Patrons, Honorary Life Members and Honorary Associate Members, shall pay either an annual subscription or a life subscription to be fixed by the Board.

12. GOVERNANCE OF THE WMO:

- 12.1 The governance of the WMO shall rest with the General Assembly and its duly appointed and elected Board of Management (“the Board”) and its Office Bearers (“the Executive Committee”).

13. RIGHTS OF MEMBERS:

All Patrons (except Honorary Patrons), and all Apex, Institution and Corporate members (through their selected representatives), and all Individual members shall:

- 13.1 have the right to be heard at any General Assembly Meeting of the WMO on all matters on the Agenda with the permission of the Chairman;
- 13.2 (except Associate Members) be eligible for election as a member of the Board, as an Office Bearer and as a member of any committee of the WMO *provided that* any such member has been a member of the WMO for at least 3 months;
- 13.3 (except Associate Members) have the right to vote at any General Assembly Meeting of the WMO *provided that* any such member has been a member of the WMO for at least 3 months.
- 13.4 Any member whose subscription remains unpaid shall not be entitled to vote at any General Assembly Meeting of the WMO and shall not be eligible to be appointed or elected as a member of the Board.

14. OBLIGATIONS OF MEMBERS:

All members of the WMO shall:

- 14.1 agree to support the work and activities of the WMO by paying such subscriptions as may be required and determined by the Board – and any subscriptions or voluntary contributions made or assets donated to the WMO shall not be refundable to the donor or to his or her nominee or representative at any time;
- 14.2 support the work and activities of the WMO in fulfilling its mission and its aims and objectives;
- 14.3 agree to abide by the provisions of this Constitution and any rules, regulations and Standing Orders of the WMO as from time to time are in force;
- 14.4 agree and undertake to help, co-operate and facilitate the programme of upliftment of each and every one of the WMO’s members without making any distinction of class, caste or nationality.

15. VOTING BY PROXY AND BY POST:

- 15.1 All subscribing Patrons (excluding Honorary Patrons), and all Apex, Institution and Corporate members (through their selected representatives), and all Individual members shall be entitled to vote by proxy or by postal vote.
- 15.2 Any proxy shall be a member of the WMO.

- 15.3 An instrument appointing a proxy must be in writing on the prescribed form or in any other form approved by the Board and must be executed by or on behalf of the appointor.

16. DISQUALIFICATION FROM MEMBERSHIP:

- 16.1 Any member whose subscription shall have remained unpaid for 1 year shall be requested in writing by the Treasurer to pay the amount outstanding within 60 days from the date of such request being posted. If any such member fails to pay the amount outstanding within the stipulated time then his or her membership shall cease automatically without further notice.
- 16.2 Any member who has been disqualified from membership shall have the opportunity to be heard (accompanied by a friend if so desired) at a Board meeting.

17. SUSPENSION OR EXPULSION OF A MEMBER:

- 17.1 The Board shall have the discretion to suspend or expel a member of the WMO or his or her nominee or representative by at least a **two thirds** majority vote if he or she:
- (i) is acting against the decisions of the General Assembly of the WMO or its Board; or
 - (ii) has deliberately flouted, disregarded or disobeyed any directive, decision or resolution of the General Assembly of the WMO or its Board; or
 - (iii) has engaged in any activity which in the opinion of the Board is contrary to the provisions of the Constitution or any rules or regulations formulated by virtue of the provisions contained herein, or detrimental to the aims and objects and reputation of the WMO; or
 - (iv) is guilty of reprehensible conduct; or
 - (v) performs or causes to be performed, directly or indirectly, acts harmful to the interests of the WMO which are likely to or do bring it into disrepute.
- 17.2 Prior to any action being taken under *sub-clause 17.1 above* any such member or his or her nominee or representative shall have the opportunity to be heard (accompanied by a friend if so desired) at a Board meeting.
- 17.3 Any person who ceases for any reason to be a member of the WMO or his or her nominee or representative shall not have any claim against the WMO, nor shall any refund of any unexpired part of his or her subscription be payable to any such person.

18. RESIGNATION OF A MEMBER:

- 18.1 A member of the WMO may resign from membership of the WMO by notice in writing to the Secretary General of the WMO. The Board is hereby authorised either to accept or to reject any such resignation.

19. VACANCIES OF REPRESENTATIVES:

- 19.1 A vacancy shall occur whenever a serving representative:
- (i) is disqualified, suspended or expelled by the Board; or
 - (ii) resigns from membership of the WMO; or
 - (iii) resigns or retires from the member organisation, institution or corporate body which appointed him as its representative; or
 - (iv) dies.
- 19.2 A vacancy shall be filled as soon as possible by the member organisation, institution or corporate body to which any former serving representative belonged.

20. ADMINISTRATIVE STRUCTURE:

- 20.1 The WMO shall have the following administrative structure:
- (i) The General Assembly

- (ii) The Board of Management
- (iii) Its Office Bearers
- (iv) Specialist Committees
- (v) Regional Chapters

21. THE GENERAL ASSEMBLY:

21.1 Composition:

- 21.1.1 The General Assembly shall be comprised of individual members and representatives of member organisations, institutions, corporate bodies, associations and jamaats that have duly subscribed to the WMO, including any Patrons, Honorary Patrons, Life Members, Honorary Life Members, Associate Members and Honorary Associate Members appointed by the Board and any Trustees and Honorary Trustees of the WMOCF.
- 21.1.2 Apex Members shall be represented by a maximum of 5 representatives, Institution Members shall be represented by a maximum of 2 representatives and Corporate Members shall be represented by a maximum of 1 representative.
- 21.1.3 Any representative of a member organisation, institution or corporate body shall have 1 vote only.
- 21.1.4 In the event of any such representative resigning from or otherwise leaving a member body, he or she shall cease to be its representative and shall therefore cease to be a member of the WMO.
- 21.1.5 If a person is selected as a representative of more than one member body, he or she can vote only on behalf of one body of his or her choice.

21.2 Functions:

- 21.2.1 The General Assembly shall be the supreme body of the WMO.
- 21.2.2 The General Assembly may adopt resolutions, amend the Constitution and in accordance with *Clause 8 above* exercise all powers necessary to promote the aims and objectives of the WMO.
- 21.2.3 With reference to *Clauses 22 and 24 below*, and as regards those members of the Board who are to be elected, the General Assembly shall from amongst those standing for election elect individuals once every 2 years as its representatives on the Board, who shall be known as “the elected members” of the Board.

21.3 Meetings:

- 21.3.1 Annual General Assembly Meetings: This Constitution was duly approved at the Inaugural General Assembly Meeting held on the 31st March 2002 in Dubai. All subsequent Annual General Assembly Meetings shall be held each year within the first 6 months following the end of the financial year.
- 21.3.2 The Secretary General shall give all members at least 12 weeks notice of a General Assembly Meeting. Annual Audited Accounts shall be completed at least 3 weeks prior to the General Assembly Meeting.
- 21.3.3 Member organisations, institutions and corporate bodies shall notify the Secretary General of the name(s) of their appointed representative(s) and of the name(s) of their alternate(s) at least 8 weeks prior to a General Assembly Meeting.
- 21.3.4 Any member voting by proxy shall ensure that the instrument appointing a proxy or a copy of such authority has been notified to the Secretary General at least 3 weeks prior to a General Assembly Meeting.
- 21.3.5 Any members voting by post shall ensure that their votes have been notified to the Secretary General at least 2 weeks prior to a General Assembly Meeting.
- 21.3.6 Ordinary Resolutions: are all resolutions other than special resolutions. All ordinary resolutions shall be adopted by a simple majority of the members present and voting at a

General Assembly Meeting.

21.3.7 Special Resolutions: are those relating to:

- (i) any constitutional amendments;
- (ii) any matter “of special importance”, as decided by at least a **two thirds** majority of the members present and voting at a General Assembly Meeting.
- (iii) any proposed dissolution or merger of the WMO.

All special resolutions shall be adopted by at least a **three quarters** majority of the members present and voting at a General Assembly Meeting.

21.3.8 Notice of any proposed constitutional amendment shall be notified to the Secretary General at least **6** weeks before the General Assembly Meeting. The Secretary General shall circulate the proposed amendment to all members not less than **2** weeks before the General Assembly Meeting.

21.3.9 Extraordinary General Assembly Meetings: An Extraordinary Meeting of the General Assembly shall be convened by the Secretary General at the request of *either* not less than **one quarter** or **50** – whichever is the higher – of the subscribing members of the WMO *or* not less than **one half** of the elected members of the Board.

22. THE BOARD OF MANAGEMENT:

22.1 The affairs of the WMO shall be managed by the duly elected and appointed members of the Board of Management (“the Board”).

22.2 The Board shall consist, (subject to compliance with the relevant regulations) of the following elected and appointed members:

22.2.1 Elected Members:

- (i) 10 Members from Pakistan;
- (ii) 10 Members from India;
- (iii) 5 Members from Africa;
- (iv) 5 Members from Europe;
- (v) 5 Members from America and Canada;
- (vi) 5 Members from Middle East;
- (vii) 5 Members from Other Countries;
- (viii) 5 Lady Members
- (ix) 10 Patrons of the WMO;

22.2.2 Appointed Members:

- (x) Apex Members (1 representative from each Apex Body);
- (xi) 5 Co-opted Members;
- (xii) Trustees of the WMO Charitable Foundation.

22.3 The General Assembly may by special resolution change the designation in *sub-clause 22.2 above* of regions and the allocation of the respective numbers of eligible candidates to each region and of the 5 other categories of candidate (that is, Lady Members, Patrons of the WMO, Apex Representatives, Co-opted Members, and Trustees of the WMO Charitable Foundation) to be elected or appointed as members of the Board.

22.4 Subject to *sub-clause 24.4 below*, any person who has been an *elected* as a member of the Board for 3 consecutive terms of 2 years each shall only be eligible for re-election as a member of the Board after a lapse of one term of two years.

22.5 Subject to *sub-clauses 25 and 30 below* and unless otherwise provided for in the Constitution or in any Standing Orders of the WMO, there shall be no limit to the length of term of membership of the Board for any person who has been *appointed* as a member of the Board.

- 22.6 The duly elected and appointed members of the Board shall from amongst themselves elect the Office Bearers, who shall be the Executive Committee of the WMO, immediately after the General Assembly Meeting has taken place, by a simple majority vote.

23. THE OFFICE BEARERS:

- 23.1 The Office Bearers shall consist of the following:
- (i) President;
 - (ii) Deputy President;
 - (iii) 7 Vice-Presidents, (1 from each region);
 - (iv) Secretary General;
 - (v) Deputy Secretary General;
 - (vi) 7 Assistant Secretaries General, (1 from each region);
 - (vii) Treasurer;
 - (viii) Deputy Treasurer.

24. TERMS OF OFFICE OF THE OFFICE BEARERS:

- 24.1 The Office Bearers shall hold office for a period of 2 years commencing from the date of their election and shall remain in office until their successors are elected.
- 24.2 Elections of Office Bearers shall be conducted once every 2 years, by secret ballot.
- 24.3 Office Bearers elected for their first term of 2 years shall not be re-elected to the same office for more than 2 consecutive terms whenever a new Board is elected or appointed. This provision shall become effective as from the Annual General Assembly Meeting held in 2003.
- 24.4 The immediate past President and the immediate past Secretary General of the WMO shall automatically remain as 'ex officio' members of the Board for a term of 2 years and shall each have 1 vote.

25. ELIGIBILITY CRITERIA:

- 25.1 No person other than those satisfying all the following requirements shall be eligible for appointment or election as a member of the Board and as an Office Bearer:
- (i) He or she shall be at least 18 years of age.
 - (ii) He or she shall not be an undischarged bankrupt, or a person convicted of a serious criminal offence, or of unsound mind.

26. RIGHTS AND RESPONSIBILITIES OF THE BOARD OF MANAGEMENT:

As well as being entitled to exercise the general powers referred to in Clause 8 above the Board shall have absolute power to act in accordance with the Constitution and any rules, regulations and Standing Orders of the WMO as from time to time are in force, with particular regard to the following:

- 26.1 to make every effort to implement the aims and objectives of the WMO;
- 26.2 to raise funds by means of voluntary donations, membership subscriptions and fundraising appeals;
- 26.3 to manage and invest the funds of the WMO;
- 26.4 to incur debt;
- 26.5 to appoint 1 Patron in Chief, Patrons, Honorary Patrons, Honorary Life Members and Honorary Associate Members of the WMO by at least a **two thirds** majority of the members present and voting at the Board meeting convened for the purpose;
- 26.6 to frame rules and regulations including Standing Orders in order to carry out the work of the WMO regularly and efficiently. Any such rules and regulations shall be in accordance with the Constitution and shall be binding upon all the members of the WMO and any Regional

Chapters, as the case may be;

- 26.7 to buy, sell, lease, mortgage or otherwise deal in any immovable property;
- 26.8 to lend money belonging to the WMO *provided that* the prior approval of the General Assembly has been obtained;
- 26.9 to sanction any expenditure of the WMO;
- 26.10 to establish Regional Chapters of the WMO;
- 26.11 to appoint the Executive Committee consisting of the Office Bearers of the WMO to carry out such functions as may be delegated by the Board from time to time.
- 26.12 to appoint sub-committees and/or special committees for the purpose of undertaking any specified work or investigation in furtherance of the WMO's aims and objects, any such committees to report back on a regular basis on their progress and achievements to the Board;
- 26.13 to consider applications for membership of the WMO and in appropriate cases to grant exemptions from payment of subscriptions;
- 26.14 to consider any disqualification, suspension, expulsion or resignation from membership of the WMO;
- 26.15 to fill any vacancy in the Board's membership or its Office Bearers which may arise from disqualification, suspension, expulsion, resignation, retirement or death.
- 26.16 to do all such other lawful things as are necessary for the promotion and achievement of the WMO's aims and objectives.

27. DUTIES AND POWERS OF THE OFFICE BEARERS:

27.1 President:

The President of the WMO:

- 27.1.1 shall be the Constitutional Head of the WMO;
- 27.1.2 shall preside over all meetings of the WMO (except at the election of the members of the Board, when a prominent person amongst the members present, who shall not be contesting the election, shall act as Chairman of the meeting in his capacity as the Election Commissioner, being nominated by a simple majority of the Board members present and voting at any such meeting called for this purpose);
- 27.1.3 in the event of there being equality of votes, shall have a casting vote;
- 27.1.4 shall have the power to summon or convene meetings;
- 27.1.5 shall have the power, in consultation with the Office Bearers, to incur expenditure of up to US\$15,000 without the previous sanction of the Board, but must account for any such expenditure to the Board at its next meeting.

27.2 Deputy President:

- 27.2.1 In the absence of the President, the Deputy President shall perform all the functions of the President.
- 27.2.2 In the absence of both the President and the Deputy President, the Board shall appoint one of its members present to act as Chairman.

27.3 Vice Presidents:

The Vice President for each region:

- 27.3.1 shall assist the President and Deputy President in performing all such functions of the President and Deputy President concerning regional matters as regards his particular region;
- 27.3.2 shall preside over all regional meetings of the WMO held in his particular region;
- 27.3.3 shall sanction any reasonable expenditure of the WMO in his particular region;

27.3.4 shall appoint sub-committees or special committees for the purpose of undertaking any specified work or investigation in furtherance of the WMO's aims and objects in his particular region, any such committees to report back on a regular basis on their progress and achievements to the Board of Management;

27.3.5 shall consider any applications for membership of the WMO made in his particular region;

27.3.6 with reference to *sub-clause 29.2 below* and subject to the Board's approval, may fill any vacancy in the Board's membership or its Office Bearers which may arise in his particular region as a result of disqualification, suspension, expulsion, resignation, retirement or death, as the case may be.

27.4 Secretary General:

The Secretary General:

27.4.1 shall act as Chief Executive Officer of the WMO;

27.4.2 shall implement all the decisions of the General Assembly of the WMO and its Board and its Office Bearers;

27.4.3 shall ensure compliance with the Constitution and any rules, regulations and Standing Orders of the WMO as from time to time are in force;

27.4.4 shall convene all meetings of the General Assembly and of the Board;

27.4.5 shall record in English the minutes of all relevant meetings;

27.4.6 shall maintain a proper record of all correspondence exchanged between the WMO, its members and others;

27.4.7 shall prepare and present an Annual Report concerning the activities and progress of the WMO at the end of each financial year for presentation at the next Annual General Meeting.

27.5 Deputy Secretary General:

27.5.1 The Deputy Secretary General shall assist the Secretary General in performing all such secretarial functions as may be delegated to him or her.

27.5.2 In the absence of the Secretary General, the Deputy Secretary General shall perform the functions of the Secretary General.

27.5.3 In the absence of the Deputy Secretary General, one of the Assistant Secretaries General shall be appointed by the Board to act as Deputy Secretary General.

27.5.4 In the absence of both the Secretary General and the Deputy Secretary General, one of the Assistant Secretaries General shall be appointed by the Board to perform the functions of the Secretary General.

27.6 Assistant Secretaries General:

The Assistant Secretary General for each region:

27.6.1 shall assist the Vice President of his particular region;

27.6.2 in absence of the Vice President of his particular region, shall perform all the functions of the Vice President of his particular region;

27.6.3 shall ensure compliance with the Constitution and any rules, regulations and Standing Orders of the WMO as are from time to time in force for his particular region;

27.6.4 shall record in English the minutes of all relevant regional meetings;

27.6.5 shall assist the Secretary General in performing all such functions of the Secretary General concerning regional matters in his particular region;

27.6.6 shall maintain a proper record of all correspondence exchanged between the WMO, regional members and others in his particular region;

27.6.7 shall prepare and submit to the Secretary General reports concerning the activities and

progress of the WMO in his particular region at the end of each financial year.

27.7 Treasurer:

The Treasurer shall be responsible for:

- 27.7.1 collecting all subscriptions, donations, rents and any other income belonging to and derived from the property of the WMO;
- 27.7.2 issuing official receipts for all sums received;
- 27.7.3 maintaining proper books of account in English;
- 27.7.4 making payments in accordance with the decisions of the General Assembly and the Board;
- 27.7.5 depositing into an approved Bank all monies held in excess of US\$500;
- 27.7.6 ensuring that the annual accounts have been completed and audited by the officially appointed auditor at least 3 weeks prior to the Annual General Assembly Meeting, at which the Treasurer shall attend and give such explanation as the members may require;
- 27.7.7 making any payments in excess of US\$250 by cheque;
- 27.7.8 keeping a proper Register of Members which records their names and contact details together with their dates of admission, payments of subscriptions, termination of membership and the reason for any such termination;
- 27.7.9 providing the Secretary General with a list of the members eligible to vote at any General Assembly Meeting at least 3 days prior to the Meeting.

27.8 Deputy Treasurer:

The Deputy Treasurer:

- 27.8.1 shall assist the Treasurer in performing all such financial functions as may be delegated to him or her;
- 27.8.2 in the absence of the Treasurer, shall perform the functions of the Treasurer.

28. SECRETARIAT:

- 28.1 The Secretariat shall comprise the Secretary General and any other administrator(s) appointed by the Board.
- 28.2 The Secretariat shall be located wherever the Secretary General for the time being resides.
- 28.3 The Secretariat shall manage the finances and day to day activities and administration of the WMO and carry out the decisions of the General Assembly and the Board in accordance with the duties and functions assigned to it.
- 28.4 The Secretariat shall prepare an Annual Budget and Plan of Action well in time for submission and approval at the Annual General Assembly Meeting of the WMO.

29. VACANCIES IN THE BOARD OF MANAGEMENT:

- 29.1 When any Board member fails to attend 3 consecutive Board Meetings without a valid reason, he or she shall be reminded in writing by the Secretary General at least 3 weeks in advance to attend the next Board Meeting. If any such member, despite such notice, remains absent without a valid reason from such 4th meeting he or she shall automatically cease to be a member of the Board.
- 29.2 Vacancies for the post of any Board member shall normally be filled by way of election or appointment at the General Assembly Meeting. If, however, a post falls vacant during the term of office, then with reference to *sub-clause 26.15 above*, the Board shall co-opt a member of the WMO to fill the post until the next General Assembly Meeting, when the post will be filled by way of election or appointment. If the former Board member whose post fell vacant was also an Office Bearer, then the members of the Board shall from amongst themselves appoint a replacement, by a simple majority vote.

- 29.3 In the event of the simultaneous resignation of the President and the Secretary General, or of more than half of the Board members, an Extraordinary General Assembly Meeting shall be convened by the remaining Officer Bearers, or in the absence of any Officer Bearers by the remaining Board Members, within 8 weeks of such resignations, in order to elect a new President and/or Secretary General and/or Board members and/or Officer Bearers, as the case may be – who shall continue to hold office until the next Annual General Assembly Meeting.

30. CESSATION OF MEMBERSHIP OF THE BOARD OF MANAGEMENT:

- 30.1 In the event of any Board member resigning from or otherwise leaving a Member body of the WMO, he or she shall cease to be a member of the Board.
- 30.2 The Board shall have the power to suspend or expel a Board member if he or she:
- (i) is acting against the decisions of the General Assembly of the WMO or its Board; or
 - (ii) has deliberately flouted, disregarded or disobeyed any directive, decision or resolution of the General Assembly of the WMO or its Board; or
 - (iii) has engaged in any activity which in the opinion of the Board is contrary to the provisions of the Constitution or any rules or regulations formulated by virtue of the provisions contained herein, or detrimental to the aims and objectives and reputation of the WMO; or
 - (iv) is guilty of reprehensible conduct; or
 - (v) performs or causes to be performed, directly or indirectly, acts harmful to the interests of the WMO which are likely to or do bring it into disrepute.
- 30.3 Any such Board member shall only be suspended or expelled by at least a **two thirds** majority of the Board members present and voting at the meeting convened for that purpose, at which the offending Board member shall first be given a fair and reasonable opportunity to be heard (accompanied by a friend if so desired).
- 30.4 The Board may at its discretion and before exercising its power of suspension or expulsion:
- (i) either accept any explanation offered by the offending Board member; or
 - (ii) give a verbal or written warning to any such person to abstain from any such harmful acts in the future; or
 - (iii) pardon him or her after receiving a written apology from any such member and written assurance that any such harmful acts will not be repeated in the future.
- 30.5 Any vacancy arising from the resignation, disqualification, suspension or expulsion of a Board member shall be filled as soon as possible, either by the organisation to which the suspended or expelled Board member belonged, or by the Board in accordance *with sub-clause 29.2 above*, as the case may be.
- 30.6 Any person who ceases for any reason to be a Board member of the WMO or his or her nominee or representative shall not have any claim against the WMO, nor shall any refund of any unexpired part of his or her subscription be payable to any such person.

31. FINANCES:

- 31.1 The financial year of the WMO shall be from the 1st January to 31st December.
- 31.2 The WMO's money shall be deposited with any approved Bank designated by the Board from time to time.
- 31.3 All membership subscriptions shall be paid into the WMO's bank account.
- 31.4 All cheques and other financial documents shall be signed by any two of the Office Bearers, of which one shall be either the Secretary General or the Treasurer, who may also be appointed and authorised by the Board to execute in the name of the WMO and on behalf of the Board all assurances or other deeds or instruments for giving effect to any decisions resolutions or transactions to which the WMO is a party.
- 31.5 Any funds raised or budgeted for a specific purpose shall be used only for that purpose. A sep-

arate dedicated bank account may be opened to facilitate any such project, managed by any two of an approved number of signatories, subject to approval by the Board.

- 31.6 An audited copy of the annual Accounts shall be prepared and made available by the Treasurer for approval at every Annual General Assembly Meeting.
- 31.7 Each Regional Chapter of the WMO shall maintain its own bank account with any two of an approved number of signatories for its own specific local projects and day-to-day expenses and financial transactions, subject to approval by the Board.
- 31.8 All Regional Chapters of the WMO shall submit copies of their annual audited accounts to the Treasurer at least 6 weeks prior to a General Assembly Meeting for inclusion in the WMO's annual audited Accounts.

32. AUDITOR(S):

- 32.1 The annual Accounts of the WMO shall be audited each year by a qualified Auditor duly appointed at the previous Annual General Assembly Meeting.
- 32.2 The Auditor so appointed shall have access to all books of accounts and other relevant documents and shall certify the Annual Accounts of the WMO for approval at each Annual General Assembly Meeting.

33. MEETINGS:

33.1 Annual General Assembly Meetings:

33.1.1 With reference to *sub-clause 21.3 above*, the Annual General Assembly Meeting, for which notice of at least 12 weeks shall be given, shall be held each year within the first 6 months following the end of the financial year for the purpose of:

- (i) confirming the minutes of the previous Annual General Assembly Meeting;
- (ii) receiving the Annual Report of the Board;
- (iii) receiving and approving the Audited Annual Accounts;
- (iv) electing members of the Board in accordance *with sub-clauses 21.2 and 29.2 above*;
- (v) appointing the Auditor(s) in accordance with *Clause 32 above*.
- (vi) discussing and approving the Annual Budget and Plan of Action for the coming year;
- (vii) discussing and voting on any other ordinary business with the permission of the Chairman.

33.1.2 Any other specific item of business or proposed resolution may be raised by first notifying the Board in writing through the Secretary General at least 6 weeks prior to the Annual General Assembly Meeting.

33.1.3 Any proposed constitutional amendment must be notified to the Secretary General at least 6 weeks prior to the Annual General Assembly Meeting in accordance with *sub-clause 21.3.8 above*.

33.2 Board of Management Meetings:

33.2.1 The Board shall hold at least 2 meetings during each year for which notice of at least 6 weeks shall be given.

33.2.2 Upon receiving a requisition signed by at least **one third** of the members of the Board, the Secretary General shall, within 6 weeks of his having received such a requisition, call a special Board meeting for which at least 6 weeks notice shall be given to decide the matters contained therein.

33.3 Extraordinary General Meetings:

With reference to sub-clause 21.3.9 above, Extraordinary General Assembly Meetings shall be convened by the Secretary General as and when necessary in accordance with the following pro-

cedure:

33.3.1 Upon receiving a requisition signed by *either* at least **one half** of the elected members of the Board, *or* by at least **one quarter** or **50** – whichever is the higher – of the subscribing members of the WMO, the Secretary General shall, within **8** weeks of his having received such a requisition, convene an Extraordinary General Assembly Meeting for which at least **12** weeks notice shall be given to all members of the WMO, to decide the matters contained therein.

33.3.2 In the event of the Secretary General failing to call an Extraordinary General Assembly Meeting in accordance with *sub-clause 33.3.1 above*, the signatories of the said requisition shall themselves convene an Extraordinary General Assembly Meeting for which at least **5** weeks notice shall be given to all members of the WMO stating the purpose, place, date and time of the said Extraordinary General Assembly Meeting.

34. QUORUM:

34.1 At all General Assembly Meetings: either **one fifth** or **40** of the subscribing members of the WMO – whichever is the lower – shall form a quorum.

34.2 At all Board Meetings: either **one third** or **20** of the members of the Board – whichever is the lower – shall form a quorum.

34.3 If any meeting commences with a quorum, any subsequent adjournment of that meeting shall not require a quorum and any such lack of quorum during any such adjourned meeting shall not nullify any resolutions adopted during that meeting.

34.4 Subject to *sub-clause 34.5 below* any General Assembly or Board Meeting postponed for lack of a quorum shall be reconvened within a maximum of **1** hour and no quorum shall be necessary at the subsequent adjourned meeting so called.

34.5 *Sub-clause 34.4 above* shall not apply to any Extraordinary General Assembly Meeting convened in accordance with *sub-clause 33 above* in which case any such meeting postponed for lack of a quorum shall be reconvened on a date or time to be announced at the postponed meeting by the Secretary General to all the members concerned and no quorum shall be necessary at the subsequent meeting so called.

34.6 In the event of an Extraordinary General Assembly Meeting called in accordance with *sub-clause 33.3.2 above*, the notice of any such reconvened meeting shall be circulated by the signatories of the said requisition.

35. SPECIALIST COMMITTEES:

35.1 The Board may appoint any specialist committees, including the following:

- (i) Education;
- (ii) Economic and Finance;
- (iii) Agriculture, Research and Land Development;
- (iv) Social and Cultural;
- (v) Law and Human Rights;
- (vi) Housing;
- (vii) Publication and Media;
- (viii) Legal Affairs;
- (ix) Ladies (2 ladies from each region);
- (x) Membership.

35.2 The Board shall in any event appoint such committees as it may consider necessary to determine the terms of reference and composition of such specialist committees, and to appoint the chairpersons of such committees.

36. REGIONAL CHAPTERS:

- 36.1 Subject to *sub-clauses 8.20, 31.7 and 31.8 above*, any Regional Chapter of the WMO shall be administered by its Regional Board of Management as follows:
- (i) Each Regional Vice-President of the WMO shall be the Chairman of the Regional Chapter in his particular region.
 - (ii) Each Regional Assistant Secretary-General of the WMO shall be the Secretary of the Regional Chapter in his particular region.
 - (iii) Any other Board member of the WMO who resides in any particular region shall also be a member of the Regional Board of Management of the Regional Chapter for his or her particular region.
 - (iv) Any other members of the Regional Board of Management for each Regional Chapter shall be elected by and from amongst the members of the WMO in their particular region.

37. ARBITRATION COMMITTEE:

- 37.1 In the event of any complaint or dispute between members of the WMO or with the WMO, the Board may appoint an Arbitration Committee which shall be comprised of 3 representatives nominated by the Board.
- 37.2 Each of the parties involved in the complaint or dispute may have up to 2 representatives each to assist in presenting their respective cases.
- 37.3 The Arbitration Committee shall consider any issue or matter referred to it by the Board and shall give a ruling thereon which shall be binding on the parties, the Board and all members of the WMO.
- 37.4 Any such ruling shall be final and there shall be no right of appeal.

38. NOTICES:

- 38.1 Any notice to be given to or by any person pursuant to the Constitution shall be in writing.
- 38.2 The Board may give any notice to any member (or other person entitled to receive notice under the Constitution) either personally or by sending it by post in an envelope addressed to the member at their last known address.
- 38.3 Any notice sent to any member by post shall be deemed to have been given and received 7 days after posting if posted by airmail.
- 38.4 Proof of posting shall be conclusive evidence that any such notice has been posted.
- 38.5 Any notice sent by means of electronic transmission including fax or email shall be confirmed as having been received provided receipt is acknowledged by the person to whom it was sent.
- 38.6 Any member present either in person or by proxy at any Meeting of the WMO shall be deemed to have received notice of the Meeting and of the purposes for which it was called.

39. RELATIONSHIP WITH OTHER ORGANISATIONS:

- 39.1 The WMO shall seek a relationship of goodwill and mutual respect with all organisations not involved in the work of the WMO as its members.
- 39.2 The WMO shall establish friendly mutual relations with other national and international organisations world-wide in order to further the aims and objectives of the WMO.

40. INDEMNITY:

- 40.1 Every member of the Board is hereby indemnified against any losses, expenses or damages incurred in the discharge of or arising out of his or her duties, as approved by the Board.
- 40.2 No Board member shall be liable for any acts, deceits or defaults of any other member of the Board.

- 40.3 In the exercise of the powers and duties contained herein no Board member shall be liable:
- (i) for any loss to the property of the WMO arising by any improper investment made in good faith (so long as he or she shall have sought professional advice before making such investment); or
 - (ii) for the negligence or fraud of any agent or servant employed by him or her or by any other Board member in good faith although the employment of such agent was strictly not necessary or expedient (provided reasonable supervision shall have been exercised); or
 - (iii) by reason of any mistake or omission made in good faith by any Board member; or
 - (iv) by reason of any other matter or thing except wilful and individual fraud or wrongdoing or wrongful omission by him or her.

41. INTERPRETATION OF THE CONSTITUTION:

- 41.1 In the event of any difference of opinion, dispute or question arising as to the meaning or interpretation of any provision of this Constitution, the decision of the Board as to the interpretation of any clause contained herein shall be final – unless the Board exercises its discretion in accordance with *Clause 36 above* and refers the matter to the Arbitration Committee.

42. AMENDMENTS TO THE CONSTITUTION AND STANDING ORDERS:

- 42.1 The Preamble, *sub-clause 2.2* of the Declaration of Principles, *sub-clause 6.1* of the Mission of the WMO and *sub-clause 42.1* of this Constitution may not be amended.
- 42.2 The Constitution may only be amended by Special Resolution of the General Assembly in accordance with *sub-clauses 21.3.7, 21.3.8 and 33.1.3 above*;
- 42.3 Provided that the Constitution of the WMO is not affected, the Board may amend the Standing Orders as it deems fit for the sole purpose of ensuring the smooth functioning of the WMO in the attainment of its aims and objectives.
- 42.4 The Board shall inform all of the members of the WMO of any proposed or agreed amendment to any of the rules, regulations and Standing Orders of the WMO as may from time to time be in force.

43. DISSOLUTION:

- 43.1 A motion to dissolve the WMO may only be made at an Extraordinary General Assembly Meeting called for that specific purpose and in order to effect dissolution at least **three quarters** of the members of the WMO present and voting must vote in favour of the motion.
- 43.2 In the event of the motion to dissolve being carried, the members present at the said Meeting shall arrange for the transfer of any assets remaining after the satisfaction of any proper debts and liabilities to a charitable organisation having objects similar to those of the WMO – after which the WMO shall be deemed to have been dissolved.

44. ADOPTION OF THE CONSTITUTION:

This Constitution is hereby adopted on behalf of all of the members of the World Memon Organisation [in accordance with their unanimous resolution approving the Constitution passed at the Inaugural General Assembly Meeting of the WMO on the 31st March 2002] on the date recorded in Clause 1.4 above, and below, by the duly elected principal Office Bearers of the World Memon Organisation whose signatures appear below.

Signed by :

Mr. Haji Abdul Razzak Yaqoob Gandhi

[President]

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Mr Iqbal A.K.M. Sacranie OBE
[Deputy President]

Mr. Abba Ali Yousuf
[Secretary General]

Mr Abdul Ghaffar Fancy
[Deputy Secretary General]

Mr Abdul Wahid Aboo, ACA
[Treasurer]

Mr Abdul Wahid Nagda, FCA
[Deputy Treasurer]

Witnessed by :

Mr Nowsad A. Gani (Solicitor)
of : 9 Dickenswood Close,

Upper Norwood, London SE 19

Mr Harun Karim (Businessman)
of : 30 Birchwood Road,

Tooting Bec, London SW17 7BQ

Dated this : 7th day of September 2002

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