



MEMORANDUM OF ASSOCIATION

TO THE
WORLD MEMON ORGANISATION
(‘THE WMO’)

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

**THE COMPANIES ACTS 1985 AND 1989
COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL
AMENDED**

**MEMORANDUM OF ASSOCIATION
OF THE WORLD MEMON ORGANISATION**

Company Number : 4293656

Incorporated : 25th September 2001

Registered Office : 3 Weir Road, Balham, London SW12 8UW

1. The name of the Company is the World Memon Organisation (hereinafter referred to as “the WMO”).
2. The registered office of the WMO is to be situated in England and Wales.
3. The WMO’s principal objects (“the Objects”) are:
 - (A) 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;
 - (B) to foster better community relations between all religious, social, ethnic and national groups for the good of society as a whole;
 - (C) 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;
 - (D) to work for the alleviation of poverty in the Memon community and to improve the quality and standard of living of its members;
 - (E) to protect, maintain and promote the culture, language and dignity of Memons;
 - (F) to promote unity, understanding and tolerance amongst the Memon community;
 - (G) to carry out any such projects that will promote, advance and uplift the general welfare and well-being of the Memon community;
 - (H) 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;
 - (I) 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.
4. The WMO shall have the following powers exercisable through its duly appointed and elected Board of Management (hereinafter referred to as “the Board”) and its principal Office Bearers (hereinafter referred to as “the Directors”) in furtherance of its Objects but not otherwise namely :
 - (A) to create and facilitate the provision of opportunities for employment and enterprise in order to develop the human resources of the Memon community;
 - (B) to create and facilitate the provision of medical and health care facilities;
 - (C) 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 families and the Memon community;
 - (D) to facilitate the provision of welfare for orphans, the destitute and other needy members

- of the Memon community;
- (E) 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;
 - (F) to establish or support any charitable trusts associations or institutions formed for all or any of the Objects;
 - (G) to draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques and other instruments, and to operate bank accounts in the name of the WMO;
 - (H) 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 Objects;
 - (I) to levy and collect fees, contributions, subscriptions and charges from members and any other persons or organisations affiliated to the WMO;
 - (J) subject to any consents required by law, to construct acquire alter and improve any property in the name of the WMO and maintain and equip the same;
 - (K) subject to any consents required by law, to sell charge let lease exchange or otherwise dispose of all or any part of the property or assets of the WMO;
 - (L) 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;
 - (M) to borrow or utilise any money, equipment, facility, service or property on such terms as the Members of the Board shall think fit;
 - (N) to employ such staff (who shall not be Members of the Board) as are necessary for the proper pursuit of the Objects;
 - (O) to appoint and constitute such advisory and specialist committees as the Board may think fit;
 - (P) to promote and carry out research surveys and investigations and to publish the results thereof;
 - (Q) to procure, provide and disseminate information on all matters relating to the Objects and to exchange such information and advice and co-operate with other charities associations bodies voluntary bodies statutory authorities and individuals operating in furtherance of the Objects or similar purposes;
 - (R) 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 Objects;
 - (S) to arrange and provide for the holding of conferences, exhibitions, meetings, lectures, classes, seminars and training courses;
 - (T) 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;
 - (U) to establish where necessary one or more Regional Chapters, all such Regional Chapters to be administered in accordance with:
 - (i) the provisions of this Memorandum of Association and the WMO's Articles of Association;
 - (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 the decisions acts and pro-

ceedings 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;

- (V) to pay any premium in respect of any indemnity insurance to cover the liability of the Members of the Board (or any of them) which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of duty or breach of trust of which they may be guilty in relation to the WMO PROVIDED THAT any such insurance or indemnity shall not extend to any claim arising from any act or omission which the Members of the Board (or any of them) knew to be a breach of trust or breach of duty or which was committed in reckless disregard of whether it was a breach of trust or breach of duty or not.
 - (W) to do all such other lawful things as are necessary for the promotion and achievement of the Objects.
5. As well as being entitled to exercise the general powers referred to in Clause 4 above the Board shall have absolute power to act in accordance with the provisions of this Memorandum of Association and the WMO's Articles of Association and any rules, regulations and standing orders of the WMO as from time to time are in force, with particular regard to the following:
- (A) to make every effort to implement the Objects of the WMO;
 - (B) to raise funds by means of voluntary donations, membership subscriptions and fundraising appeals;
 - (C) to manage and invest the funds of the WMO;
 - (D) to incur debt;
 - (E) 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;
 - (F) 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 this Memorandum of Association and the WMO's Articles of Association and shall be binding upon all the members of the WMO and any regional branches, as the case may be;
 - (G) to buy, sell, lease, mortgage or otherwise deal in any immovable property;
 - (H) to lend money belonging to the WMO provided that the prior approval of the General Assembly has been obtained;
 - (I) to sanction any expenditure of the WMO;
 - (J) to establish Regional Chapters of the WMO;
 - (K) 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.
 - (L) to appoint sub-committees and/or special committees for the purpose of undertaking any specified work or investigation in furtherance of the WMO's Objects, any such committees to report back on a regular basis on their progress and achievements to the Board;
 - (M) to consider applications for membership of the WMO and in appropriate cases to grant exemptions from payment of subscriptions;
 - (N) to consider any disqualification, suspension, expulsion or resignation from membership of the WMO;
 - (O) to fill any vacancy in the Board's membership or its Office Bearers which may arise from disqualification, suspension, expulsion, resignation, retirement or death.
 - (P) to do all such other lawful things as are necessary for the promotion and achievement of the WMO's Objects.
6. The income and property of the WMO shall be applied solely towards the promotion of its

objects as set forth in the Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit, to members of the WMO and no Member of the Board shall be appointed to any office of the WMO paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from the WMO Provided that nothing herein shall prevent any payment in good faith by the WMO of any expenses or liabilities which the Trustees may reasonably incur in the performance or exercise of their duties and powers herein.

7. The liability of the members of the WMO is limited.
8. Every member of the WMO undertakes to contribute to the assets of the WMO in the event of the same being wound up while he or she is a member, or within one year after he or she ceases to be a member, for payment of the debts and liabilities of the WMO contracted before he or she ceased to be a member, and of the costs, charges and expenses of winding up, and for the adjustments of the rights of the contributories among themselves, such amount as may be required not exceeding £1.00.
9. If upon the winding up or dissolution of the WMO there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the WMO, but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of the WMO and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the WMO under or by virtue of Clause 6 of its Memorandum of Association, such institution or institutions to be determined by the members of the WMO at or before the time of dissolution, and if and so far as effect cannot be given to such provision, then to some charitable object.
10. This Memorandum shall be construed and administered in accordance with the law of England.

SIGNED by the Directors and the Principal Office Bearers of the Board of the WMO on the 7th day of September 2002 in the presence of the below named witnesses:

Mr. Haji Abdul Razzak Yaqoob Gandhi [President]
Office Bearer

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

Mr. Abba Ali Yousuf [Secretary General]
Director

Mr Abdul Ghaffar Fancy [Deputy Secretary General]
Office Bearer

Mr Abdul Wahid Aboo, ACA [Treasurer]
Office Bearer

Mr Abdul Wahid Nagda, FCA [Deputy Treasurer]
Office Bearer

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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