

CONSTITUTION AND RULES
OF THE
BRITISH ORGANISATION OF PEOPLE OF INDIAN ORIGIN

1. The name of the Association is 'The British Organisation of People of Indian Origin' (hereafter called 'the Organisation').
2. The objects for which the Organisation is established are:
 - 2.1 To act as an umbrella organisation to promote the educational, social, moral, legal, economic and political interests of all people of Indian and Sub-Continental origin – 'the community' – on a secular basis.
 - 2.2 To promote and publicise the achievements of people of Indian and Sub-Continental origin and particularly of its youth, in all spheres of life and work.
 - 2.3 To focus work in those 'marginal' constituencies where large numbers of people of Indian-origin live.
 - 2.4 To support, encourage, promote and, where possible, initiate surveys and research into issues affecting the well-being, needs and interests of the community.
 - 2.5 To encourage more members of the community to become involved in public life in Britain.
 - 2.6 To lobby, on behalf of the community, at a national level on current issues of policy and policy-making affecting the community, to submit evidence to Inquiries and Commissions, and to arrange for experts in the field to present evidence as appropriate.
 - 2.7 To raise money for its purposes by all lawful means and to solicit, receive and enlist subscriptions and financial and other aid from individuals, trusts, companies, corporations, associations, societies and institutions and other organisations or authorities, and to conduct fund raising campaigns.
 - 2.8 To make known and further the objects of the Organisation by publication and distribution of papers, journals and any other documents; by advertising in any medium or by any means; and by maintaining such library and record services as may be considered necessary to meet the Organisation's needs.
3. Membership of the Organisation shall be in one of the following categories:
 - (a) Founder Membership;
 - (b) Life Membership;
 - (c) Ordinary Membership;
 - (d) Youth Membership (under 18 years);
 - (e) Corporate Sponsor Membership.
4. Corporate Sponsor Members may act through a representative and shall give the Council of Management (hereinafter called 'the Council') such details as the Council may request concerning such nominated representative.
5. The Council may from time to time make such by-laws as it deems fit relating to nomination and proposal of members, and, subject as provided in these Rules, to subscriptions payable by members. The Council shall have an absolute discretion in determining whether to accept or reject any application for membership and shall not be bound to assign any reason for its decision.
6. Subject to the payment of any moneys which such member shall have agreed to pay to the Organisation prior to the date of his resignation, any member may resign from the Organisation by giving notice in writing to the Honorary Secretary.
7. The income and property of the Organisation shall be applied solely towards the promotion of its objects as set forth in this Constitution and Rules 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 Organisation and no member of the Council shall be appointed to any office of the Organisation paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from the Organisation, nor shall any payment be made by the Organisation to a company of which a member of the Council may be a member.

Provided that nothing herein shall prevent any payment in good faith by the Organisation:

 - (a) of reasonable or proper remuneration to any member, officer or servant of the Organisation (not being a member of the Council), for any services rendered to the Organisation;
 - (b) of interest at a rate not exceeding six per cent per annum on money lent or reasonable and proper rent for premises demised or let by any member of the Organisation or of the Council;
 - (c) to any member of the Council of out-of-pocket expenses.
8. The Council may by resolution expel from the Organisation and remove from the register of members any member who shall refuse or neglect to comply with the provisions of the Constitution and Rules or the by-laws, or shall be guilty of any conduct which in the opinion of the Council is unbecoming of a member or prejudicial to the interest of the Organisation provided that at least twenty one days before the meeting of the Council at which such resolution for expulsion is passed such member shall have had notice thereof and of the intended resolution for expulsion and shall have had an opportunity of attending such meeting and of giving, either orally or in writing, such explanation or defence as such member may desire.

9. Membership of the Organisation shall be ipso facto determined and vacated upon the death or resignation in writing of a member or if such member is a company, upon its going into liquidation (or otherwise than for the purposes of reconstruction or amalgamation).
10. A member who from any cause whatsoever ceases to be a member of the Organisation shall not have any claim, monetary or otherwise, upon the Organisation, its funds or property,
11. Annual General Meetings shall be held once in every calendar year at such times and place as the Council may determine. All General Meetings other than the Annual General Meeting shall be called Extraordinary General Meetings.
12. The Council may, whenever it thinks fit, convene an Extraordinary General Meeting and an Extraordinary General Meeting shall also be convened on requisition by at least 25 fully paid up members.
13. An Annual General Meeting shall be called by twenty one days notice in writing at the least and an Extraordinary General Meeting shall be called by fourteen days notice in writing at the least. Such notice shall be exclusive in either case of the day for which it is given. In the case of special business, the notice shall specify the nature of the business. The accidental omission to give notice to, or non-receipt of notice by any person entitled to receive notice shall not invalidate the proceedings at any General Meeting.
14. At each Annual General Meeting, the Council shall submit to the members a report and any other particulars which it shall deem desirable for the period since the commencement of the Organisation's activities in the first year and thereafter since the previous report.
15. No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business; save as herein otherwise provided not less than fifteen members of the Organisation present in person or by proxy shall be a quorum.
16. If within thirty minutes of the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of other members, shall be dissolved. If any other case, it shall stand adjourned to the same day in the next week, at the same time and place, and if at the adjourned meeting a quorum is not present within fifteen minutes from the time appointed for the meeting, the members present being not less than ten members of the Organisation shall be a quorum.
17. The Chairman of the Council shall preside at every General Meeting, but if there be no Chairman or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same or shall be unwilling to preside, the members of the Council present shall choose one of their number to preside. If at any meeting no member of the Council is present and willing to preside, the members shall choose one of their number so to do.
18. The Chairman may with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place, and when a meeting is adjourned for thirty (30) days or more, notice of the adjournment meeting shall be given as in the case of an original meeting, Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
19. At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is demanded (before or on the declaration of the result of the show of hands):
 - (a) by the Chairman
 - (b) by at least five members present in person or by proxy;
 - (c) by any member or members present in person or by proxy and representing not less than one-tenth of the total voting rights of all members having the right to vote at the meeting.

Unless a poll is so demanded a declaration by the Chairman that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of the Society shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution. The demand for a poll may be withdrawn.

20. If a poll is duly demanded it shall be taken at such time and in such manner as the Chairman directs and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded provided that a poll demanded on the selection of a Chairman or on a question of adjournment shall be taken forthwith.
21. In the case of an equality of votes whether on a show of hands or on a poll the Chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall have a second or casting vote.
22. No members shall be entitled to vote at any General Meeting unless all moneys presently payable by him to the Organisation have been paid. A company or corporation shall be entitled to vote through its representative.
23. Each member of the Organisation shall be entitled to attend any General Meeting of the Organisation and subject to Rule 22 shall have one vote.
24. The instrument appointing a proxy shall be in writing in a common or usual form under the hand of the appointer or of his attorney duly authorised in writing. A proxy shall be entitled to vote on a show of hands or on a poll as if a member of the Organisation but need not be a member of the Organisation. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.

25. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of the Organisation, or at such other place as is specified for that purpose in the notice convening the meeting, not less than twenty four hours before the appointed time for the meeting.
26. A vote in accordance with the terms of an instrument of proxy or attorney shall be valid notwithstanding the previous death or insanity of the principal or revocation of the instrument or of the authority under which the instrument was executed, if no intimation in writing of such death, insanity, or revocation aforesaid has been received by the Organisation at the address given before the commencement of the meeting or adjourned meeting at which the instrument is used.
27. The Council may from time to time in its discretion, appoint a Patron and/or Patrons and a President or Vice President of the Organisation who need not be members of the Organisation.
28. The Organisation and the business affairs and the property thereof shall be managed by a Council comprising not more than twenty five persons nor less than five persons who must be members of the Organisation or representatives of a corporate sponsor member and shall subject to Rule 22 be elected at an Annual General Meeting to include a Chairman, Honorary Secretary and Honorary Treasurer. If the Council so decides the offices of Honorary Secretary and Honorary Treasurer may be held by the same person.
29. The office of a member of the Council shall be vacated in any one of the following events, namely:
 - (a) if he resigns by writing under his hand left at the office;
 - (b) if he has a receiving order made against him or compounds with his creditors generally;
 - (c) if he becomes of unsound mind;
 - (d) if the Member Corporation he represents ceases to be a member of the Organisation;
 - (e) if his nomination as representative is withdrawn by his nominating Member Corporation;
 - (f) if he becomes ineligible for membership of the Council by virtue of any provision of these Rules;
 - (g) if he is directly or indirectly interested in any contract with the Organisation or participates in the profits of any contract with the Organisation and fails to declare the nature of his interest in manner required by the Council;
 - (h) if his retention of office means the breach of any Act of Parliament.
30. At the first Annual General Meeting all members of the Council shall retire from office. At each subsequent Annual General Meeting, one-third of the members of the Council for the time being or, if their number is not a multiple of three the number nearest to but not greater than one-third, shall retire from office. A member of the Council retiring shall retain office until the close or adjournment of the meeting. The offices vacated by retirement at the Annual General Meeting may be filled by electing eligible persons at that meeting.
31. The Organisation may by Resolution passed at a General Meeting remove any member of the Council before the expiration of his period of office, and may by a like Resolution appoint another person in his place. The Organisation may also by a like Resolution appoint any person to be a member of the Council either to fill a casual vacancy or as an additional member of the Council.
32. The Council shall have power at any time and from time to time to appoint any eligible person to be a member of the Council either to fill a casual vacancy or as an additional member of the Council, but so that the total number of members of the Council shall not at any time exceed the maximum number fixed by or in accordance with these Rules. Any person appointed to fill a casual vacancy shall hold office only so long as the vacancy exists and shall be deemed to stand in the place of the person whose place he has taken, but any person appointed in this manner shall hold office only until the next Annual General Meeting and shall then be eligible for re-election and shall be taken into account in determining the number of members of the Committee who are to retire by rotation at such meeting.
33. The members of the Council may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be determined by a majority of votes of the members present, and in the case of an equality of votes the Chairman shall have a second or casting vote. Any member of the Council may, and the Honorary Secretary on the requisition of a member of the Council shall, at any time summon a meeting of the Council. It shall not be necessary to give notice of a meeting of the Council to any member thereof for the time being absent from the United Kingdom.
34. A quorum necessary for the transaction of the business of the Council may be fixed by the Council and unless so fixed at any other number shall be four.
35. The continuing member or members of the Council may act notwithstanding any vacancies. If there be no member or members of the Council able or willing to act, then any two members of the Organisation may summon a General Meeting for the purpose of appointing members of the Council.
36. The Chairman shall preside but if at any meeting the Chairman be not present within five minutes after the time appointed for holding the meeting the members of the Council present may choose one of their number to be Chairman of the meeting.
37. A resolution in writing signed by all members of the Council for the time being in the United Kingdom shall be as effective as a resolution passed at a meeting of the Council duly convened and held, and may consist of several

documents in the like form, each signed by one or more members of the Council.

38. The Council may delegate any of its powers to committees consisting of such member or members of the Council as it thinks fit. Any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Council.
39. All acts done by any meeting of the council or a committee thereof, or by any person acting as a member of the Council or committee shall as regards all persons dealing in good faith with the Organisation (notwithstanding that there was some defect in the appointment or continuance in office of any member of the Council or committee or person acting as such or that any such member or person was disqualified or had vacated office or was not entitled to vote), be as valid as if every such person had been duly appointed and was qualified and had continued to be a member of the Council or committee and had been entitled to vote.
40. The Council may exercise all the powers of the Organisation to borrow money and to mortgage or charge its undertaking and property, or any part thereof and to issue debentures, debenture stock and other securities whether outright or as security for any debt, liability or obligation of the Organisation.
41. The business of the Organisation shall be managed by the Council who may pay all expenses incurred in forming the Organisation and may exercise all such powers of the Organisation as are not by these Rules required to be exercised by the Organisation in General Meeting subject nevertheless to any regulations of these Rules.
42. The Council shall have power from time to time to adopt and make, alter or revoke by-laws, for the management of the Organisation and otherwise for the furtherance of the purposes for which the Organisation is established provided that such by-laws relating to entrance fees, annual, quarterly or other subscriptions or payments to be payable by the members of the Organisation shall not take effect until confirmed by Resolution of the Organisation at any General Meeting called for the purpose. Any resolution of the Council for the adoption, making, alteration or revocation of any other by-laws (including, but not limited to, those listed below) shall take immediate effect but shall be subject to confirmation by Resolution of the Organisation at the next General Meeting and if it be not so confirmed, shall cease to have effect at the conclusion of that meeting:
 - (a) as to the nomination and admission of persons eligible for membership of the Organisation.
 - (b) as to the manner in which membership of the Organisation may be terminated or shall determine.
 - (c) as to the rights and privileges to be accorded to, and the qualifications, restrictions and conditions to be imposed on members of the Organisation.
 - (d) as to committees of members in connection with various branches of the Organisation's activities and as to the appointment, removal, qualification, disqualification, duties, functions, powers and privileges of members of such committees.

All by-laws for the time being in force shall be binding upon all members until the same shall be altered or revoked by the Council or varied or set aside by a Resolution of the Organisation in General Meeting.

43. Auditors shall be appointed and their duties regulated in accordance with provisions of the Companies Acts 1985 to date.
44. Subject to the provisions of the Law, every member of the Council, Auditor, Honorary Secretary or other officer of the Organisation shall be entitled to be indemnified by the Organisation against all costs, charges, losses, expenses and liabilities incurred by him in the execution and discharge of his duties or in relation thereto.
45. In these Rules the following words shall have the following meanings unless inconsistent with the subject or context:

'The Council' means the whole or any number (not being less than a quorum) of the Council of Management for the time being of the Organisation.

'Honorary Secretary' includes any person for the time being acting with the approval of the Council as Honorary Secretary or performing the duties of that office.

'In writing' and *'written'* includes printing, typing, lithography and other modes of reproducing and representing words in a visible form.

'Month' means calendar month.

'Organisation' or *'the Organisation'* means the British Organisation of People of Indian Origin.

'United Kingdom' means Great Britain and Ireland.

'Year' means calendar year.

And, words importing the singular number only shall include the plural number and vice-versa., Words importing the masculine gender only shall include the feminine gender, and subject as aforesaid any words or expressions shall, if not inconsistent with the subject or context, bear the same meanings in these presents.

London 15th March 1990