

**In The Name of Allah, the Most Beneficent, the Most Merciful.**

**THE CONSTITUTION**

**OF**

**PANJTAN SOCIETY OF VICTORIA INC.**

**REVISED: OCTOBER 2010**

## Registered Office

Unless otherwise decided, by general body at SGM/AGM, the registered office of Panjtan Society of Victoria (PSV) Incorporated shall be at 21-23 Adelaide Street (P.O. Box 1203), St Albans, VIC 3021.

### 1. Definitions

- 1.1 **Shia Ithna Ashri:** One who is a Muslim and is a follower of the 12 Holy Imams (as); here referred to as Shia.
- 1.2 **Management Committee:** As used in this document shall imply the Managing Committee of the Panjtan Society of Victoria Inc. which comprises of President, Vice President, General Secretary, Treasurer and the committee members.
- 1.3 **Ja'fari:** Means synonym of Shia Ithna Ashri
- 1.4 **PSV:** Panjtan Society of Victoria. Inc
- 1.5 **PSV Trust:** The body of persons normally responsible for managing PSV's Real Estate assets.
- 1.6 **Society:** Panjtan Society of Victoria. Inc
- 1.7 **Panjtan Center:** Premises of PSV
- 1.8 **Total Membership:** Total number of all paid members
- 1.9 **Office Bearers:** President, Vice President, General Secretary and Treasurer
- 1.10 **Trustees:** Members of the PSV Trust
- 1.11 **Act:** The Association Incorporation Act 1981
- 1.12 **Financial Year:** The PSV financial year ending 31 August.
- 1.13 **Member:** Member of the Society
- 1.14 **General Meeting:** General Meeting of members convened in accordance with this constitution
- 1.15 **Ordinary member of the Committee:** A member of the Management Committee who is not an Office Bearer.
- 1.16 **Regulations:** Regulations under the Act
- 1.17 **Relevant Documents:** Same meaning as in the Act
- 1.18 **Joining Fee:** Initial Fees for joining PSV. This has to be paid from one's personal funds
- 1.19 **Subscriptions:** The amount payable by members. This has to be paid from the members' personal Funds.
- 1.20 **Contribution:** The amount payable by members. This may be paid from the Sehme Imam portion of the members' full khums (subject to PSV holding permission to collect and utilise Khums from the Marja (highest religious authority).
- 1.21 **Membership fees:** The total amount payable by the member. Subscription plus Contribution.
- 1.22 **Paid Members:** Members who have paid the Membership fees in full before end of financial year.
- 1.23 **AGM:** Annual General Meeting
- 1.24 **SGM:** Special General Meeting
- 1.25 **Islamic Sharia':** Islamic laws according to the Shia school of Islam

### 2. Name / Title

The name of the organization is PANJTAN SOCIETY OF VICTORIA Inc., hereinafter referred to as "the Society"

### 3. Policies

The policies of the Society shall be determined by the following:

- 3.1 The aims and objectives of the Society as enunciated in Section 4.
- 3.2 Peaceful co-existence with all Muslims and Non-Muslim communities.
- 3.3 The society shall encourage its members and their dependents to live as law-abiding citizens, contribute to the affairs of the nation and participate in its activities like other citizens.

## 4. Aims & Objectives

The main objects of the Society are:

- 4.1 To undertake whatever may be deemed necessary and feasible for the preservation, propagation and practice of articles of faith among Shias.
- 4.2 To provide facilities, wherever possible, conducive to the educational, economic and social welfare of Shias and to lead to a greater understanding and cooperation among them.
- 4.3 To propagate, inculcate and promote understanding of Islam and Islamic values according to the teachings of Ja'fari School of Thought.
- 4.4 To undertake all such things which are deemed to be conducive to preserve and promote greater harmony and understanding with the members of other faiths and other communities at large.
- 4.5 To provide financial assistance and voluntary services on humanitarian grounds to needy people within and outside Australia.
- 4.6 To undertake joint projects with other charitable organisations whether incorporated or not to facilitate the achievement of Society's objects.
- 4.7 To affiliate with or assist in the establishment of any umbrella organisation of similar societies.
- 4.8 To provide Islamic marriage and divorce solemnizing services to members of the community
- 4.9 To provide and facilitate Islamic funeral services for members and other Muslims in need of such services.
- 4.10 To raise funds by all lawful means, enter into contracts, arrangements, and agreements and utilise the funds for the furtherance of the above objectives. In particular the Society shall have the powers to:-
  - 4.10.1 To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be required for the purposes of, or capable of being conveniently used in connection with, any of the objectives of the Society. Provided that the Society shall take or hold any property which may be subject to any trust, the Society shall only deal with the same in such manner as is allowed by law having regards to such trusts.
  - 4.10.2 To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objectives and the exercises of the powers of the Society, to obtain from any such Government or Authority any rights, privileges and concessions which the Society may think desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
  - 4.10.3 To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem necessary directly or indirectly to advance the Society's interests, and to contribute to, subsidize or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.
  - 4.10.4 To invest and deal with the money of the Society not immediately required in such manner as may from time to time be thought fit.
  - 4.10.5 To borrow money in such manner as may be thought proper such as Overdraft, Mortgage, Secured or Unsecured Loan against Society's assets and Qarz-e-Hasana (Interest free loan given for the sake of Allah (swt)).
  - 4.10.6 To sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Society with the consent of the trustees.
  - 4.10.7 To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any the Society's property of whatsoever kind sold by the Society, or any money due to the Society from purchases and others.

- 4.10.8 To take any gift of property whether subject to any special trust or not, for any one or more of the objectives of the Society.
- 4.10.9 To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Society, in the shape of donations, annual subscriptions or otherwise.
- 4.10.10 To do all such things as are incidental or conducive to the attainment of the objectives and the exercise of the powers of the Society.

## **5. Membership**

There will essentially be two types of membership within the Society: Full Membership and Associate Membership (as defined in Clause 5.1 and 5.2). Both will permit active participation in the affairs of the Society. Every member of the Society shall be a Muslim at least 18 years of age. Other rights and obligations of membership will be defined by the Management Committee from time to time. Application for membership shall be made to the Management Committee who shall have the sole right to accept or reject an application in light of the eligibility criteria for membership as defined under Clause 5.6.

### **5.1 Full Membership**

Full Membership can only be offered to Muslim of Shia Ithna Ashri school of thought of Indian / Pakistani origin and their spouses and descendants.

### **5.2 Associate Membership**

Associate Membership may be offered to all Muslims and allows for a relationship of lesser commitment. Associate members cannot vote on resolutions in general meetings, and cannot seek or vote for a Management Committee or Trustee position. They may, however, be members of sub-committees and be assigned specific tasks. The Management Committee at its discretion, may also accord such facilities as it deems appropriate to dependents of associate members.

### **5.3 Membership Fees**

A member will be liable to pay a membership Subscription. In addition a Member will be liable to pay an Annual Contribution for the running of the society as approved by the General Members in an AGM/SGM. This membership fee (*subscriptions and the contribution*) will be due for payment at the beginning of every financial year, and if unpaid, will be regarded as having become overdue at the beginning of the next financial year.

- 5.3.1 A new member shall not be eligible to vote at the AGM / SGM or elections of the Management Committee or PSV Trust during the first six (6) months of his/her membership.
- 5.3.2 Upon the non-payment of membership fees by the 31<sup>st</sup> of August each year the membership fees will become overdue and the Special rights of members (as per clause 5.4) will be suspended. In such cases the member has to pay the overdue fees along with a late fee within 6 months (from 31<sup>st</sup> August); The Special Rights will then be reinstated after the overdue fees and late fees are paid. If a member fails to pay the outstanding fees along with late fee within 6 months (by 28<sup>th</sup> February of next year), the membership will be terminated.
- 5.3.3 The cut off time to pay annual membership fees shall be on the 31<sup>st</sup> August each year.

#### **5.4 Special Rights of Full Membership**

The term 'Special Rights of Full Membership' shall imply the following:

- 5.4.1 To seek position in the Management Committee
- 5.4.2 To seek position in PSV Trust
- 5.4.3 To vote in all PSV Elections
- 5.4.4 To vote on a motion tabled in an Annual General Meeting or Special General Meeting, and any other rights declared as such by the Management Committee.
- 5.4.5 Entitled for all services of the Society.
- 5.4.6 For married couple, only one spouse will be entitled to vote or seek position in the Management Committee at the same time.
- 5.4.7 To be eligible to purchase grave through the PSV Cemetery Purchase Scheme, if available.
- 5.4.8 To be eligible for full PSV Funeral services
- 5.4.9 To be eligible for full PSV matrimonial services

These rights are the prerogative of the paid member, as long as their validity has not been affected by the termination or suspension of membership, or by a decision of the Management Committee, to that effect. If, for example, any fees are outstanding, the Society may enforce a suspension of these rights (Clause 5.3.2).

#### **5.5 Spouse and Dependants**

- 5.5.1 A spouse shall share his / her partner's 'Special Rights'; provided he / she independently qualifies for full membership. Only one spouse shall be entitled to vote or seek position in Management Committee (clause 5.4.6). Spouses will be eligible for membership of sub-committees, at the discretion of the Management Committee. The spouse may apply for independent membership upon cessation or termination of the membership of the other partner.
- 5.5.2 Dependents (other than spouses) of full members shall have no rights to vote or to be nominated or elected to the Management Committee or PSV Trust. They will be eligible for membership of sub-committees, at the discretion of the Management Committee. Dependents will be expected to take up independent membership upon reaching qualifying age.

#### **5.6 Membership Eligibility Criteria**

The society's membership criteria are as follows. The prospective Member:

- 5.6.1 Should be a Shia Ithna Ashri of Indian / Pakistani origin or their spouse or descendants for full membership or should be a Muslim for Associate membership
- 5.6.2 Should provide endorsement from two existing members
- 5.6.3 Should have attained the age of 18 years old
- 5.6.4 Should be willing to pay the membership fees every year

#### **5.7 Conduct of Members**

It is an offence for a Member to:

- 5.7.1 Use language considered by the Management Committee or General Members to be objectionable, obscene or profane in Panjtan Center premises
- 5.7.2 Wilfully damage any Society's property
- 5.7.3 Remove any item of Society's property from Society's premises without permission of the Management Committee
- 5.7.4 Enter or remain on the Society's premises at times not allowed by law or when the Society's premises are otherwise closed, without permission from the Management Committee

- 5.7.5 Disregard any instructions or directions from any member of the Management Committee (*whosoever designated*) at any time in charge of any part of the Society's premises
- 5.7.6 Disturb or cause offence to any member or other person on Society's premises or its vicinity or at any Panjtan Center function in a manner prejudicial to the good order or good name of the Society.
- 5.7.7 Engage or be involved in any other conduct unbecoming of a member or prejudicial to the interests of the Society, whether on or off the Panjtan Center premises
- 5.7.8 Enter Society's premises if he/she has been considered as a security risk
- 5.7.9 Create a situation that is considered as a threat or a security risk to the attendants of the Society

Any member who engages in an act of transgression as noted in sub-clauses 5.7.1 to 5.7.9 may be liable to be reprimanded or have his membership suspended by the Management Committee for a specified period through a motion passed in a Management Committee Meeting. The member will be issued a notice of the proposed motion at least 2 weeks before the Management Committee meeting and will be given an opportunity to be heard, either in person or through a written statement before such a motion is passed.

If the Management Committee approves a motion suspending the membership pursuant to the above clause, the suspended member will be informed in writing within 1 week of the date of the Committee meeting.

### **5.8 Change of Membership details**

All members are required to notify either the Secretary or the Treasurer of any change in Membership details as and when necessary.

### **5.9 Cessation of Membership**

Membership rights ceases if a member

- 5.9.1 Dies
- 5.9.2 Is found to be a lunatic or of unsound mind
- 5.9.3 Renounces his adherence to the Muslim faith
- 5.9.4 Advises the Management Committee in writing of his wish to terminate membership
- 5.9.5 Has his membership terminated by a resolution accepted in the General Meeting by at least 75% of the members present
- 5.9.6 Does not pay the membership fees within the 6 month grace period (as per clause 5.3.2)

### **5.10 Register of Members**

The Society shall maintain appropriate register recording the Names, Addresses, E-mail Addresses and Telephone numbers of all Members. The Management Committee can decide on other details it may require for records.

### **5.11 Membership Fees and Joining Fees**

Management Committee shall present their proposal about the categories and the amount of Subscriptions and Contributions (*Membership Fees*) plus Joining Fees and Late Fees at the General Meeting for approval on annual basis or at any such time the Management Committee deems necessary.

## **6. Management Committee**

The responsibilities for running the affairs of the Society shall be vested with the Management Committee. The Committee may exercise its powers and do all such acts in achieving its Aims and

Objectives as it deems necessary, and is explicitly or otherwise authorised by the Constitution to do so. The full normal term of the Management Committee shall be two years. The Management Committee will comprise of The President, The Vice President, The General Secretary & The Treasurer and two members. The total strength of the Committee may not exceed six (6).

### **6.1 Eligibility**

Only fully paid members of the Society shall be eligible to be elected to the Management Committee, and should fulfil the criteria as defined under clause 10 of Eligibility Criteria.

### **6.2 Powers & Duties of Management Committee**

- 6.2.1** The Management Committee will be responsible to its members. It will be expected to carry out, to the best of its ability, tasks that can reasonably be expected from it, or those it undertakes to do.
- 6.2.2** Its authority will be limited by the scope of this document, the mandate of its members, and generally accepted norms.
- 6.2.3** The Management Committee will also be responsible for the actions of any person(s), committee(s), or sub-committee(s) that it authorises for the execution of a specified task(s).
- 6.2.4** All members of the Management Committee shall act in accordance with its directives (as specified under section 6.3, execute functions and duties entrusted to them, and endeavour to contribute to its decisions and activities, and those of the Society.
- 6.2.5** Every member of the Management Committee shall be entitled to exercise his rights as such, provided his 'Special Rights' (*clause 5.4*) are in place.

### **6.3 Responsibilities and Obligations of Management Committee Members**

#### **6.3.1 The President**

The President shall be the ultimate authority for the management and welfare of the Society. He will also be responsible for the realization of objectives, adherence to policy, general direction and discipline, and for the conduct of every official and their activities.

#### **6.3.2 Other Office Bearers**

While the scope of activities of other office-bearers of the Management Committee may be defined in subsequent or preceding paragraphs, or correspond to convention or practice, (*e.g. the Treasurer may be expected to look after affairs appropriate to his title*), the President shall be empowered to redefine such roles, swap duties, modify the scope of responsibilities etc. The Vice-President shall act as President, in the latter's absence.

#### **6.3.3 The Vice President**

In the absence of the President, the powers, duties, and rights of the President shall vest with the Vice President.

#### **6.3.4 The Secretary**

The normal functions of the Secretary shall be to keep records of all proceedings of the Management Committee, hold custody of all documents belonging to the Society, call meetings of the Society, give due notices of such meetings and of the business to be transacted at such meetings, to conduct correspondence, and to attend the general business of the Society. Secretary has to make sure that Society is adequately insured for its assets and liabilities. The Secretary shall also act as the Public Officer of the Society.

### **6.3.5 The Treasurer**

The normal functions of the Treasurer shall be to keep accounts of all monies received and spent by the Society, keep records of all matters relating to receipts and expenditures, all assets and liabilities of the Society and all financial affairs, transactions, agreements and other matters necessary for showing the true financial state and condition of the Society. He shall present a duly audited/reviewed Income and Expenditure Statement, Balance Sheet and Annual Budget at the Annual General Meeting. He shall also maintain register of assets of the Society.

### **6.3.6 Postal Address**

Members of the Committee shall not use personal postal address for PSV correspondences. All PSV correspondence should be delivered to PSV management property address or Post Box address.

## **6.4 Elections of Management Committee & its Tenure**

- 6.4.1** The normal procedure for appointing the Management Committee, or part thereof shall be by means of an election held within 3 months from the end of the financial year (31<sup>st</sup> August). If a vacancy is created in the Management Committee, it may be filled in by means of a mid-term election (*clause 6.6*).
- 6.4.2** Every qualified member whose ‘Special Rights’ (*clause 5.4*) are in place will be eligible to seek and vote for Management Committee positions. Elections may form part of an Annual General Meetings. If held separately, the notice period will be the same as for an Annual General Meeting (*Clause 6.7.2*). The secretary shall issue the notice for such meetings, detailing rules for nominations and elections.
- 6.4.3** If insufficient nominations are received, a smaller initial Management Committee may be formed. The new Management Committee may choose to work at reduced strength or organize new elections for one or more of the vacancies, in emergencies, shorter notice periods etc. will be valid.
- 6.4.4** In case if only one nomination is received for any particular position, the name should be declared to the attendees in the General Meeting. In order to endorse the appointment of that single nominee, at least 51% of full paid members present should show their support in the form of “Show of Hands”. Same rule of endorsement should apply if no nomination is received and the name is received from the floor at the General Meeting.
- 6.4.5** In the event of the Annual General Meeting failing to elect the Management Committee when such election has become due, the retiring Committee shall continue in office for a further period of three months within which time, but not earlier than six weeks from the date of the Annual General Meeting, a Special General Meeting shall be called to elect a new Management Committee.
- 6.4.6** Elections Officer shall be nominated by the Management Committee at least (*two*) 2 months before election date (*also see clause 14*). The Elections Officer will serve a two (2) year term in line with the Elected Management Committee. Elections Officer will take charge of all by-elections during the 2 year term.
- a) The Elections Officer should inform the community of the election at least 4 weeks prior to the election date. Proper Nomination forms should be made available to the community at the same time. Members should return these forms duly signed to the Secretary by the due date.
- b) A voters list should be made available to the community 15 days prior to the Election Day.

## **6.5 Transfer of Responsibilities & Transition**

Handover and Transfer of responsibilities to the newly elected Management Committee shall be done in an orderly manner and shall be completed within seven (7) days of the election of the new office bearers. For all intents and purposes, the new Committee shall be deemed to have assumed office on the day of Handover.

The new Committee shall take an Oath of Office to abide by the Constitution and work within the rules of Islamic Sharia.

## **6.6 Resignation, Dissolution or Re-election of a Committee Member**

Under normal circumstances, the Management Committee shall continue in office till the end of its term, until elections are held to elect a new Management Committee. If a vacancy is created before the end of a term, it shall be filled in by means of an election if the remaining term is greater than one year. Otherwise, the President may fill the vacancy in a manner he deems fit for the remainder of the term.

If more than 50% of the committee members resign, the Committee should get dissolved and fresh elections should be held within a period of three months; to elect a new Committee for a term ending on 31<sup>st</sup> August after completion of two years from date of election. The total term of such a Committee shall not exceed three years.

Any Committee member, who has resigned, shall not be eligible for re-election for the next term.

When the whole Committee resigns or gets dissolved, the outgoing Committee should continue in office in caretaker mode until the new Committee is elected. In Caretaker mode, the outgoing Committee should only carry out its basic day to day functions.

## **6.7 Meetings**

Decisions and Action Items emerging from the meetings shall be the main instrument of the Society's functions. There will be two types of meetings, those of the Management Committee and General Meetings. The President shall normally preside over meetings as Chairman and, on occasions may request another person to Chair. Once a meeting has been called, it shall proceed only if a quorum has been attained. Except where otherwise specified in this document, a motion tabled in a meeting shall be passed if there are more votes in favour than against. If there is a tie, the Chairman of the meeting may cast the deciding vote, if he is in possession of the full member's 'special rights' (*clause 5.4*). Minutes of all meetings shall be taken by the Secretary and should be minuted in details. All confirmed minutes must be signed by both the President and the Secretary.

### **6.7.1 Committee Meetings**

Every member of the Management Committee shall be entitled to attend, participate in discussions, and vote on motions tabled at such meetings. However, the President may invite for such meetings, others who are not members of the Committee, whenever he considers the need. Such 'guests' will not, however, be given rights normally available to Management Committee members. The place, date and time for such meetings, to be decided by the Secretary, will be intimated to other members usually one month in advance. The notice of intimation will include, or within a reasonable period of time, be followed by an Agenda. The quorum will be formed by at least one half of the total strength. If the quorum is not available at the appointed time for commencement of the meeting, the Chairman may adjourn the meeting for a period not exceeding half an hour, and if the quorum is still not available, he may adjourn the meeting to another date and time.

### **6.7.1.(a) Absence from Meetings**

Any member of the Management Committee, who is unavailable for 3 consecutive meetings during the tenure without any valid reasons, shall have his/her position forfeited. The Management Committee shall follow the procedure to fill the vacancy as per clause 6.6

### **6.7.2 General Meeting**

- a) A general meeting is one where all members of the Society are invited to attend. The society shall hold a General Meeting at the end of each fiscal year as its Annual General Meeting at such time and place as determined by the Management Committee. The Secretary shall give a minimum of thirty (30) days notice with full agenda about the forthcoming General Meeting to all the Members. Any resolution proposed to be moved at the General Meeting shall be submitted in writing to the Secretary at least twenty (20) days before the General Meeting. The same resolution should then be communicated to the community by the secretary at least 2 weeks (14) days before the General Meeting.
- b) The society shall, at its Annual General Meeting, consider and transact any or all of the following business:
  - (i) Receive and adopt the Annual Report tabled by the Secretary
  - (ii) Receive and adopt the Reviewed/Audited Financial Statements for the year
  - (iii) Elect the Management Committee and Trustees of PSV Trust, if such elections are due.
  - (iv) Appoint Auditor/Accountant to audit/review the Accounts for the next financial year, if required
  - (v) Table proposed Resolution(s), if any
  - (vi) Any other business
- c) All General Meetings other than Annual General Meetings shall be called Special General Meetings
- d) A Special General Meeting of the Society may be called
  - i) by the Management Committee, or
  - ii) at the written requisition of at least one-third of the total membership. The written requisition should clearly set out the purpose for which the meeting was being called.
- e) The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof, shall not invalidate any resolution passed or proceedings held at any meetings.
- f) The quorum for all General Meetings shall be one-half of the total membership or one hundred members, whichever is less. If the quorum is not available at the appointed time for commencement of the meeting, the Chairman may adjourn the meeting for a period not exceeding half an hour, and if the quorum is still not available, he may adjourn the meeting to another date and time for which the quorum will be reduced to one-third of the total membership.
- g) Every member who fulfils the 'Special Rights' criteria (*clause 5.4*), will be eligible to vote on motions tabled in General Meetings.
- h) Under no circumstances shall proxy voting be permitted at any meetings or elections of the Society.

## **7. The Minute Book**

A Minute Book or Books shall be kept by the Secretary of all proceedings of the Society, for the Management Committee meetings and any other matter or business of the Society. Minutes for Committee Meetings, Annual General Meetings and Special General Meetings shall be kept separately.

The Minutes of General Meetings are open for inspection by any full paid member. A request shall be made in writing giving seven (7) days notice with the reasons to view the minutes to the Secretary.

## **8. Sub-Committees**

- a) The Coordinators of all sub-committees shall be nominated by the Management Committee within thirty (30) days of the new Management Committee being elected. The term of the Coordinators would be in line with the Management Committee – 2 years.
- b) The Management Committee may call for Expression of Interest from the General members of the Society for the position of the Coordinators of the Sub-committees.
- c) At any given time due to lack of interest from the members in opting for any position of Coordinator(s), The Management Committee will have full rights to appoint from amongst its members or members of the Society such Coordinator(s).
- d) The Coordinator with the approval from the Management Committee would appoint his/her Sub-Committee. Each Sub-Committee shall, subject to any general or special directions of the Management Committee, be in immediate charge of the affairs of the particular activity of the Society for which it is responsible.
- e) Coordinator(s) will be directly reporting to the Management Committee through an appointed Management Committee Member.
- f) Coordinators or members of the sub-committees would not form part of the Management Committee and would not be attending any Management Committee meeting or have any rights in voting on any motion that would be tabled at the Management Committee Meetings. Management Committee may invite any coordinator to the Management Committee Meeting for discussions.
- g) No Sub-Committee shall incur any expenditure except in accordance with a budget previously agreed upon by the Management Committee.

## **9. Trustees**

### **9.1 Number of Trustees**

PSV Trust should have 5 Trustees.

### **9.2 Power & Duties of Trustees**

- 9.2.1** All free-hold and lease-hold estates, lands and premises of the Society shall vest with the Trustees.
- 9.2.2** Where a Special General Meeting (as per Clause 6.4.5) fails to elect a new Management Committee; the Trustees shall be called upon by the outgoing Management Committee to assume charge of the affairs of the Society and shall, within six weeks of doing so, nominate an Interim Committee which shall call for new elections within a period of three months.
- 9.2.3** The Trustees shall have the following powers:
  - a) To acquire, by purchase, exchange, gift or otherwise, free-hold and lease-hold estates, lands, premises, and other immovable properties for the use or benefit of the Society, and to hold the same as part of the PSV Trust.
  - b) Subject to such consents as may be required by law, to sell, exchange, lease, or mortgage any free-hold or lease-hold estate, land, premises, which may at any time form part of the PSV Trust.
  - c) The main property used by PSV may not be sold until new premises has been bought, constructed and is in operation. A resolution in a General Meeting would also be required to be passed by 75% of members present in that meeting for such an action.

### 9.3 Election of Trustees & their Tenure

- 9.3.1 The Trustees shall be elected at a General Meeting of the Society. The Secretary shall issue the notice for such meetings, detailing rules for nominations and elections.
- 9.3.2 The Trustees shall hold the office for a period of 5 years. On expiration of their term of office new Trustees shall be elected as soon as possible and until the new Trustees have been elected the outgoing Trustees shall continue to hold office.
- 9.3.3 The outgoing Trustees shall be eligible for re-election.
- 9.3.4 If more than 1 nomination is received for each of the available positions on the PSV Trust, an election will be conducted to appoint the Trustees.
- 9.3.5 In case only 1 nomination is received for each available position on the PSV Trust, then in order to endorse the appointment of each single nominee, at least 51% of full paid members present in the General Meeting should show their support in the form of “Show of Hands”. Same rule of endorsement should apply if a name is received from the floor in case of less than 1 nominee for each available position.

### 9.4 Resignation, Dissolution or Re-Election of one or more Trustees

If a vacancy is created before the end of a term (*by means of a resignation of one or more Trustee*), it shall be filled in by means of an election.

If three (3) or more Trustees resign, PSV Trust should get dissolved and new Elections should take place within six weeks from such dissolution. The Elections Officer should follow the same process as in clause 9.3 to re-elect new Trustees.

Any Trustee, who has resigned, shall not be eligible for re-election for the next term. Until the new Trustees are elected, the outgoing Trustees should continue in office in Caretaker mode. In Caretaker mode, the outgoing Trustees should only carry out basic day to day functions.

### 9.5 Trustee Meetings

- 9.5.1 The Trustees shall appoint one “Head Trustee” amongst them who will take charge of heading the Trust. The Head Trustee shall call and chair the meetings.
- 9.5.2 The Trustees shall hold meetings at least once every six (6) months. When necessary, Trustees shall call meetings as and when necessary.
- 9.5.3 The Trustees shall keep minutes of all proceedings for all the meetings. The Head Trustee shall appoint one trustee to take minutes. The minutes, once confirmed shall be duly signed by the Head Trustee and the trustee who took the minutes.
- 9.5.4 Any trustee who misses more than 3 consecutive meetings shall be asked to resign by the Head Trustee and the President of PSV.

## 10. Eligibility Criteria (To be a member of Management Committee or PSV Trust)

Only fully paid members of the society who fulfil the following criteria will be eligible to hold a position in either Management Committee or the PSV Trust:

- 10.1 For Management Committee, a member has been a fully paid Member of the Society for at least last one (1) year.  
For Trustee, a member who has been a fully paid Member of the Society for at least last ten (10) years
- 10.2 Has not renounced his adherence to the Shia Ithna Ashri faith,
- 10.3 Has not been convicted at any time of any offence involving moral turpitude, deception or dishonesty, unless the conviction is legally regarded as spent,

- 10.4 Has been discharged if subjected to bankruptcy,
- 10.5 Has not been disqualified from being a company director,
- 10.6 Has not failed to make payments under any court administration orders,
- 10.7 Has not been certified or otherwise adjudged to be of unsound mind or insane,
- 10.8 Is not employed (*Full Time or Part Time*) by the Society

#### **11. Vacation of Office/Position (Trustee or Committee Member)**

The office/position of a member of the Management Committee or PSV Trust shall be vacated if he / she violates any of the Eligibility Criteria (*clause 10*) during the term or:

- 11.1 member dies
- 11.2 member resigns his office in writing with a notice period of at least one calendar month
- 11.3 member ceases to be a member of the Society
- 11.4 member is lawfully removed from the office (*Clause 13*)

The resignation of a member of the Management Committee or PSV Trust before the end of a term shall be discouraged.

#### **12. Conflict Resolution on PSV Related Issues**

The members of PSV are expected to maintain peace and harmony among themselves and cooperate with the Management Committee to help them carry out their duties amicably, abiding by the Constitution for smooth running of the Society. In case of serious disagreement or dispute on any PSV related issue among Management Committee members or between Management Committee and PSV members or among PSV members, the matter must first be resolved by mutual consultation between the parties concerned. If the matter is not resolved, then it will be referred to a third party, which will try to resolve the issue in light of Islamic teachings and PSV constitution. The third party for such a resolution will be:

- a. PSV Trustees, or
- b. A religious scholar agreeable to both parties.

The decision of such a third party related to the PSV issue in question will be binding on both conflicting parties.

#### **13. Removal from Office (Trustee or Management Committee Member)**

Any member of the Management Committee or PSV Trust may be removed from office prior to the expiry of his term. This could be done by means of a 'Vote for the Termination of Office', passed in a Special General Meeting. A resolution for such a vote will need to be tabled in a Special General Meeting called in response to a written request by one third of the total members and passed by more than 75% of the members present.

If such a move to "Vote for Termination of Office" is under way, the Management Committee may wish to restrict the authority of such member until proceedings have been completed. If a simple majority of the total membership of the Management Committee subscribes to the assertion that such a move is under way, the member shall hand over all authority and functions to another member of the Management Committee..

#### **14. Supervision of Elections and Role of Elections Officer**

Elections officer shall be appointed by the Management Committee (*Clause 6.4.6*).

Duties of the Elections Officer shall include:

- Preparation of the Nomination forms
- Setting deadline for accepting of nomination forms

- Collecting nomination forms
- Informing the list of Nominations to the General Members
- Preparation of Ballot Papers
- Appointment of his two assistants
- Issuing Method of Voting and Voting procedures
- Formality of Ballot Papers - Sorting and counting of Ballot Papers
- Announcing the Results of the elections
- General supervision of the elections
- Elections Officer shall be the first to cast his vote in the elections.
- In case of a tie, the Elections Officer will conduct re-election within a period of next 15 working days.

The Elections Officer and his assistants cannot be a candidate for election of the PSV Management Committee and PSV Trust.

- 14.1 The Elections Officer should make public the nominations as they are received.
- 14.2 The Elections Officer shall advise the candidate of his/her nomination acceptance/rejection fourteen (14) days before the election. In case of rejection where more information or evidence is needed the Elections Officer shall give 3 days to clarify the rejection issue(s).
- 14.3 The Elections Officer will issue a final list of candidates standing for election at least seven (7) days before the election.
- 14.4 The Management Committee will facilitate the Elections Officer to fulfil his duties.

## **15. Fiscal Year**

The financial year shall conclude on 31 August.

## **16. Auditor/Accountant**

- 16.1 An independent Auditor shall only be appointed if required by law, else, an Accountant from the Community will be nominated at the Annual General Meeting who will have the responsibility to review the accounts.
- 16.2 The accounts of the Society shall be Audited or Reviewed annually.
- 16.3 The Auditor/Accountant shall review accounts, systems, procedures and risk management issues.
- 16.4 An Auditor/Accountant shall not be a member or related to a member of the Management Committee or the PSV Trust.
- 16.5 An Auditor/Accountant may be removed by means of a special resolution in a General Meeting.
- 16.6 All financial records, books and accounts of PSV shall be open for inspection by any fully paid member. A minimum non-refundable hadya (fees) as set by the Management committee will be applicable. Any such request shall be made in writing giving fourteen (14) days notice to the Secretary.

## **17. Funds**

- 17.1 The Society shall maintain one or more bank accounts for the conduct of its business. The minimum number of signatures required for withdrawals shall be two. The actual number shall be agreed upon and may be varied and reviewed by the Committee from time to time. All relevant details along with the names of the authorized signatories shall also be agreed upon and minuted.

- 17.2 All monies received by the Society shall be deposited at the earliest possible date to the credit of the Society's bank account. Receipts for monies received shall also be issued promptly.
- 17.3 The Committee shall define the ceiling and other guidelines for the expenses not requiring explicit sanction. This will be minuted and reviewed by the Committee from time to time.
- 17.4 The funds of the Society shall be derived from Joining Fees, Membership Fees (Subscriptions/Contributions), Late Fees, Donations, Khums (subject to PSV holding permission to collect and utilise Khums from the Marja (highest religious authority), Fund Raising, Government grants and such other sources as the Committee determines.

## **18. Amendments of the Constitution**

Any amendments to this Constitution will have to be passed by a three fourths majority of members present in either an Annual or a Special General Meeting. At least one copy of the original Constitution and of each amended copy shall be signed by the Management Committee and archived for future reference. Minutes of meetings relating to amendments of the Constitution shall likewise be preserved. Members shall be given one month notice of such meeting.

## **19. Dissolution of the Society**

- 19.1 The Society shall be dissolved upon the vote of 80% majority of members present at a Special General Meeting. Such a meeting should be attended by at least 75% of the total membership of the Society. At least one month advanced notice of such a meetings shall be given to all members.
- 19.2 The Society shall also be dissolved in the event of the membership falling below 10 persons.
- 19.3 If, upon winding up or dissolution of the Society, there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Society, but shall be given or transferred to some other Society having similar objectives as the Society. The recipient society shall also prohibit the distribution of its income and property amongst its members to an extent at least as great as is imposed on the Society.
- 19.4 A Special General Meeting shall elect a Dissolution Council of at least five members to oversee the dissolution of the Society. In case of clause 19.2 above, such Council may consist of only three persons.

## **20. SEAL**

The common seal of the Society shall be kept in custody of the Secretary.

The common seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures of two members of the Committee. A log should be maintained by the Secretary of any such affixation.

## **21. Handing Over Process**

- 21.1 After the announcement of the election results the Elections Officer shall ensure to arrange handover meeting within seven (7) days after the election.
- 21.2 All PSV Incorporated records are copy rights protected. Any outgoing office bearer, Management Committee member, Sub-committee member and newly elected Management Committee members shall not keep any official record/documents for his/her personal record.
- 21.3 After leaving the management committee, if any outgoing Managing Committee member or Sub-committee member is found to be keeping any official record(s), keys and assets of PSV Incorporated, his/her membership shall be suspended until he / she completes the handover.

- 21.4 Outgoing President shall handover all official documents and correspondence related to the President office to the new elected President and complete a “HANDOVER OFFICAL RECORD FORM”
- 21.5 Secretary shall handover following documents and all other official correspondence related to the Secretary office that may not have been stated here to the new elected Secretary and complete a “HANDOVER OFFICAL RECORD FORM”
- 1) All Original Minutes current and previous.
  - 2) All Original Registration Certificates.
  - 3) All Original Membership Forms.
  - 4) All Original Correspondence.
  - 5) Common Seal of the Society.
  - 6) Securities.
  - 7) Register Of Members.
  - 8) Documents relating to ownership of property and its improvements.
  - 9) All documents and correspondence on electronic format if possible.
  - 10) All other Secretary office related documents and Correspondence.
  - 11) All keys of PSV premises and Post Office Box
- 21.6 Treasurer shall handover following documents and all official correspondence related to the Treasurer office to the new elected Treasurer and complete a “HANDOVER OFFICAL RECORD FORM”.
- 1) Account Books.
  - 2) Bank Cheque Books.
  - 3) Official Receipt Books.
  - 4) Membership lists.
  - 5) Expenses Record.
  - 6) Other documents on the finances of the Association.
  - 7) All documents and correspondence on electronic format if possible.
  - 8) All other Treasurer office related documents and Correspondence.
- 21.7 The Head Trustee and all other Trustees shall handover all official documents and correspondence related to the PSV Trust office to the new elected Trustees and complete a “HANDOVER OFFICAL RECORD FORM”.
- 21.8 All Sub-committee coordinators and committee members shall handover all official documents, keys and any other official PSV items / correspondence related to their particular portfolio to the new elected coordinator and committee member and complete a “HANDOVER OFFICAL RECORD FORM”.