



## REGULATIONS 2018:

### MEMBERSHIP REGULATIONS

1. This regulation is made under Article 32(1), to clarify the classes of membership contained in the Charity's Articles and to establish membership qualification criteria and rights and limits of each class of membership.
2. Classes of Membership:
  - a. General Member:
    - i. A general member is a person who has been accepted under the Charity's Articles as a person qualified to be a member fulfilling the necessary requirements for General Membership.
    - ii. Pays a biennial Subscription set by the Charity.
  - b. Corporate Member:
    - i. a corporate member is a person (representing interest of a family unit) who has been accepted under the Charity's Articles as a person qualified to be a member fulfilling the necessary requirements for Corporate Membership.
    - ii. Paid a non-refundable lifetime subscription set by the Charity.
  - c. Assignee Corporate Member;
    - i. shall also be known as Corporate Member;
    - ii. Is person to whom the rights of a Corporate Member has been lawfully assigned under the Articles;
    - iii. Pays a biennial subscription set by the Charity.
3. Membership is open to individuals who is:
  - a. over the age of eighteen;
  - b. presently domiciled in the United Kingdom;
  - c. connected to Biswanath Division of Sylhet Bangladesh by way of:
    - i. Birth (he/she was born domiciled);
    - ii. Parental connection (any one of his/her parents or grandparents were born and domiciled);
  - e. entitled to hold property under inheritance law of property of Bangladesh:
4. Application for membership must be made in a prescribed form and:
  - a. submitted to the Charity addressed to the Secretary;
  - b. application is endorsed by a Corporate Member.
  - c. application must be submitted with appropriate membership fees.



5. For the time being, unless amended by future regulations, the membership fees for each of the classes of membership has been set at:
  - a. General Member's biennial subscription is £200.00, (two hundred pounds).
  - b. Corporate Member's Subscription £1,000.00, (one thousand pounds).
  - c. Assignee Corporate Member's Biennial Subscription £100.00 (one hundred pounds).
  
6. Rights of Members by class of membership:
  - a. **Generally Members** have rights under this Regulation, not excluding any rights may be conferred by the Articles, and that so long as the member is not expressly excluded by an Article he or she has the following rights and are free to exercise and enjoy without hindrance from others:
    - i. Receive notices of general meetings;
    - ii. Receive copies of public reports of the Charity.
    - iii. Right to vote at general meetings;
    - iv. Right to stand for appointment to office of Trustee, after two consecutive years of being a member of the Chirity.
    - v. Receive all members reports of the Charity;
    - vi. Request and receive discloseable copies of the minutes of the meeting of Trustees.
    - vii. Propose a members for appointment of trustee from the list of General Members only.
    - viii. Second a member for appointment of trustee.
    - ix. Speak at general meetings.
  
  - b. GENERAL MEMBERS:
    - i. Receive notices of general meetings;
    - ii. Receive copies of public reports of the Charity.
    - iii. Right to vote at general meetings;
    - iv. Right to stand for appointment to office of Trustee, after two consecutive years of being a member of the Chirity.
    - v. Receive all members reports of the Charity;
    - vi. Request and receive discloseable copies of the minutes of the meeting of Trustees.
    - vii. Propose a members for appointment of trustee from the list of General Members only.
    - viii. Second a member for appointment of trustee.
    - ix. Speak at general meetings.
  
  - c. CORPORATE MEMBERS:
    - i. Receive notices of general meetings;
    - ii. Receive copies of public reports of the Charity.
    - iii. Right to vote at general meetings;
    - iv. Right to stand for appointment to office of Trustee and officers of the Charity, after being a member for a period not less than one year.
    - v. Receive all members reports of the Charity;
    - vi. Request and receive discloseable copies of the minutes of the meeting of Trustees.
    - vii. Introduce new members to the Charity.
    - viii. Nominate and Second members for appointment to office of Trustee and Officers.
    - ix. Right to assign by deed his/her membership to a person who would normally qualify in their own right to become a member of the Trust.



- d. **Assignee Corporate Member** has all the rights of Corporate Member. However, if the Assignee corporate member:
- i. fails to pay his/her Biennial subscription at any particular Biennial period, he or she shall only be able to exercise the rights of a General Member in that period.
  - ii. Upon payment of the current subscription due the member is able to enjoy full rights of a Corporate Member.
  - iii. Non payment of Biennial Subscription will not affect his/her right to exercise the rights of a General Member.
7. The provision under this regulation is made to facilitate a smooth and seamless administration of membership for the purpose of efficient and effective conduct of election by the Charity. This regulation therefore closes the consideration of renewal of existing membership for a period of 95 days before the date of election.
- (a) all existing General Members, and the Assignee Corporate Members must pay their Biennial Subscriptions at least 95 days before the date of election.
  - (b) failure to pay the correct subscriptions will:
    - (i) result in General Member losing the right to participate in the election.
    - (ii) result in Assignee Corporate Member's rights downgraded to a General Member.
8. application for new membership may be accepted and considered as normal.

#### ELECTION COMMISSION REGULATIONS

1. This regulation gives power to the trustees to setup a Commission of three members to conduct the election of the Charity where trustee are to be appointed.
2. The election commissioners are to be selected by the Trustees from a list of senior Corporate Members, and shall give considerations to the following as selection criteria:
  - a. that he/she has been a member for no less than eight years;
  - b. at least one of the three members have had held office of:
    - i. Chairperson; or
    - ii. General Secretary, or
    - iii. Treasurer.
3. Trustees must confirm in writing the selected commissioners of their appointment, and the letter must also include the following:



- a. names of all appointed election commissioners;
  - b. the terms for which they are appointed;
  - c. budget agreed for the election purpose;
  - d. a copy of the Articles of Charity and copies of regulations dealing with all matters of memberships and election of trustees;
  - e. a complete and final list of membership.
  - f. Provide a copy of the Charity's Nomination Form.
4. The trustees must provide all reasonable help and support required and requested by the commissioners so that they can conduct the matters of election in a reasonable and seamless way possible.

#### *ROLE OF COMMISSIONERS*

5. The election commissioners are solely responsible to hold a fair, free and transparent election of Charity under the powers vested upon them by this regulation.
6. The commissioners are to:
- (1) notify the members by giving 90 days notice the: date, place and time of election, and method and manner in which the election will be held, together with the nomination close and withdrawal dates;
  - (2) provide names of all commissioners;
  - (3) provide contact details and availability of commissioners for the purpose of election matters only;
  - (4) provide nomination form to members;
  - (5) set reasonable nomination fees for each class of members for each position of trustees and officers to be appointed.
  - (6) receive nominations and correct fees from members.
  - (7) check and verify all received nominations with current list of members and ensure all nominations are made correctly.
  - (8) declare a list of valid nominations within seven days from the close of nomination submission date;
  - (9) inform the proposer of invalid nomination that his/her proposal for the member, (mention by name and position), was invalid and rejected giving the reason for rejection;
  - (10) make all reasonable and transparent arrangements to facilitate members to cast their vote on the day of election.
  - (11) the commissioner may make their own procedures to ensure the election is conducted in best manner possible. Any policy or procedures agreed by the commissioners is only valid for the terms of their appointment and must inform all members eligible to vote of the procedure.
  - (12) commissioners may not agree or adopt any policy that contradicts the Articles or regulation of the Charity.



- (13) commissioner may on the day of election require all members to provide acceptable personal ID for verification of member's person only. (a membership card of the Charity issued to the member and duly signed by present or previous Secretary of the Charity would be an acceptable ID, unless a challenge is made by a member, in such event additional ID may be reasonably required).
- (14) commissioners may at their discretion choose to:
  - (a) invite independent observers to observe the election;
  - (b) may seek administrative support from members;
- (15) allow a reasonable number of agents on behalf of groups or cluster of candidates to liaise with the commissioners at the election and the agents shall be allowed to observe counting of votes.
- (16) the commissioners shall count all votes and record all votes casted for each Candidates, and declare names of each candidate elected to their respected position.
- (17) The declaration of votes and elected candidates must be signed by all commissioners present in the counting of the votes.
- (18) The declared election results may not be challenged by any candidates, nor a recount of the votes may be requested as the declaration of the results will be accepted as final.
- (18) The commissioners in concluding the terms of their office of commission must give a written report, together with:
  - (a) all documents pertaining to election and;
  - (b) statement of income and expenditure of the election;
  - (c) balance of cash received from nomination fees and any donations received towards election expenses;

all documents must be signed by all three commissioners, and handed over to the newly elected Secretary of the Charity.

- (19) the commissioners may require the Secretary to provide a written acknowledgement for the receipt documents.

#### *RULES OF NOMINATION*

7. Nomination may be submitted to the election commissioners' office by a member in a prescribed form which has been sent to all members by the election commission.
8. Nominations must be proposed by:
  - (a) a Corporate Member; who is eligible to vote at the election at which the candidate is being proposed for appointment.



- (b) Seconded by a member: who is eligible to vote at the election at which the candidate is being proposed for appointment.
  - (c) And must be signed by the candidate expressing his/her willing and eligible to stand for the election to proposed office.
- 9 Nominations must be submitted together with correct nomination fees for the position the candidate is being proposed for appointment.
  - 10 Nomination must be received at least 60 clear days before the date of election.
  - 11 Nomination cannot be withdrawn after seven clear days from the nomination closing date.
  - 12 any candidate withdraw his/her nomination within the 7 days from the nomination closing date would be eligible to refund his her nomination fees. But the nomination form will be retained by the election commissioners for record.
  - 13 election commissioners' decision on nomination to either accept or reject a nomination shall be final,

#### TRANSITION OF TRUSTEES REGULATIONS

1. Transition of Trustees shall take place with 14 days from the declaration by election commission of newly elected Trustees.
2. The outgoing officers of the Charity shall handover to the newly elected officers:
  - (a) all documents of the Charity including electronic, stored in cloud or in any discs or drive or any other form.
  - (b) access codes and pin to bank accounts website, email account or cloud storage account.
  - (c) access key to any bank or security safe or locker.
  - (d) all bank deposit or cheque books, (used and current).
  - (e) any equipments including, computers, laptop, telephone;.
  - (f) any tools etc;
  - (g) all financial bills and instruments of all forms including any cash in hand.
3. the outgoing Trustees in a manner of good will may offer to provide initial support and assistance to the newly elected officers where and if requested.



## FINANCIAL REGULATIONS

1. The financial regulation defines the extent and limitations within which the Trustees are entrusted with powers and trust to manage the financial affairs of the Charity.
  2. The trustees must maintain and keep proper records and accounts of all income and expenditures of the Charity.
  3. Trustees must ensure the income of the Charity is only used to further the objectives.
  4. The trustees must maintain a cash capital reserve fund invested with banks or financial institutions on short to medium term at reasonable return for investment.
  5. Trustees must make all reasonable efforts to invest the capital or other funds with reputable and secured institutions and always evaluate the risk of investment at regular intervals.
  6. Reasonable and necessary steps shall be taken to secure the funds in the event of any risk identified with investments.
  7. Capital or other funds may be invested with banks or financial institutions in the United Kingdom and/or Bangladesh.
  8. Trustees are not entitled to withdraw or use any amount of capital funds invested or not unless:
    - (a) a resolution is passed by a quorum at a General Meeting, and;
    - (b) clearly resolves to allow all or a declared amount of capital to be withdrawn and;
    - (c) shall state the purpose for which the fund is allowed to be withdrawn.
  9. The income from these sources shall constitute as Charity's Capital funds:
    - (a) 100% of the Membership Fees for Corporate Members;
    - (b) 10% income of the yields/interest from invested capital funds;
    - (c) Net income from property or services rendered to others.
    - (d) 50% of the Membership Fees for General Members.
- Exclusion:
- (e) Income from the Subscription of Assignee Corporate Member, donation and nomination fees shall not form part of the capital fund.



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DRAFT REGULATION 2018 MADE UNDER ARTICLE 32 & 57.

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10. Trustees may withdraw upto 90% yields/interest of the invested capital and spend in furthering the objectives of the Charity. The remaining 10% of the yields/interest shall be re-invested as the Charity's capital funds.
11. Where it is established that the trustees have withdrawn capital funds in breach of section 8 of this regulation, the trustees MUST take the following actions to rectify the breach:
  - (a) Trustee must inform the members of the breach:
  - (b) Trustees must call a special General Meeting within 28 days from the date of the breach was known to have taken place:
12. The following action may be taken against the trustees responsible for breach/s under section 8 and/or 11 of this regulation at the meeting called under section 11 of this regulation, or a requisition meet called under Article 35 for the purpose to act under this regulation:
  - (a) allow an opportunity for representation from the trustee in his/her defence;
  - (b) On substantial evidence of the breach suspend and remove the trustee/s from the office of trustee and officers;
  - (c) trustee/s in breach must be asked to refund all or any money the meeting considers owed to the Charity due to the breach;
  - (d) agree to submit a report of the breach to the Commission;
  - (e) Initiate a claim for the recovery of funds with Commission's permission.
  - (f) Appoint trustee/s to vacant office of officers from the trustees and vacant trustee office under Article 17(2).
  - (g) Inform Commission and Companies House of the changes.
  - (h) May decide to revoke the membership of the trustee in breach, giving reason why the meeting decided to revoke the membership; or
  - (i) File a report to the next general meeting with recommendation to resolve to revoke the membership of the trustee in breach.
- 13.(a) For the purpose of this regulation a retrospective decision cannot be made to justify an action on breach before this regulation was made and came to effect.
- 14 (b). neither any practice in the past, which may be alleged or to have been done without clear mandate of the Articles can be used as reference of Charity's practice or considered to establish a precedence.

*AUTHORISED SIGNATORIES REGULATIONS*

1. The following officers are duly authorised by the provision of this regulation to act as the signatories to the bank account, financial institutions, or to sign any documents /





instruments for and on behalf of the charity;

- (1) Chairperson,
- (2) General Secretary,
- (3) Treasurer.

30. Any two of the authorised signatories must jointly sign documents or instruments dealing with financial matters and bank accounts.

#### DISPUTES RESOLUTION REGULATION

31. Any disputes arising for any allegation of breach/s outside the scope of this regulation the trustees must first seek to settle the dispute amicably between themselves.
32. In the event of failure to resolve the matter amicably a reference for hearing may be made to a General Meeting by any three trustees without requiring an approval of the majority of trustees.
33. The General Meeting shall decide whether or not to hear the dispute and a decision of the General Meeting shall be conclusive resolution of the matter.