

# Peterborough Nepalese Society

Constitution – 2016

(Last 4<sup>th</sup> amendment on 27.07.2025)

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## **Peterborough Nepalese Society, (PNS), UK**

### **Constitution - 2016**

Adopted on the Sunday 27<sup>th</sup> day of May 2016 as amended on 23<sup>rd</sup> day of October 2016, second amendment on 27/08/2018, third amendment on 1/08/2022 and fourth amendment on 27/7/2025.

## **PART 1**

### **1. ADOPTION OF THE CONSTITUTION**

The association and its property will be administered and managed in accordance with the provisions in parts 1 and 2 of this Constitution.

### **2. NAME**

The name of the Association shall be “**Peterborough Nepalese Society UK**” (PNS). It will be called ‘the charity’ in this document. The national location of the principal office is in Stafford Hall, Westwood, Peterborough, Cambridgeshire, PE3 7LD. *(fourth amendment)*

### **3. OBJECTIVES**

The objectives of the PNS are:

- (1). To further or benefit the residents of Peterborough and surrounding areas *(fourth amendment)*, and in particular but not exclusively residents of Nepalese descent, by advancing education and providing facilities in the interests of social welfare for recreation and leisure time occupation with the objective of improving the conditions of life for the residents.
- (2). The relief of those in need in Nepal, by reason of youth, age, ill-health, disability, financial hardship or other disadvantage by making grants of financial assistance.

### **4. APPLICATION OF INCOME AND PROPERTY**

1. The income and property of the charity shall be applied solely towards the promotion and furtherance of the objectives.

a. A trustee of the charity shall be entitled to be reimbursed from the property of the charity or may pay out of such property reasonable expenses properly incurred by him or her when acting on behalf of the charity.

b. A charity trustee may benefit from trustee indemnity insurance cover purchased at the charity's expense in accordance with, and subject to the conditions in, section 189 of the Charities Act 2011.

2. None of the income or property of the charity may be paid or transferred directly or indirectly by way of remuneration, bonus or otherwise by way of profit to any member of the charity. This does not prevent a member who is not also a trustee from receiving:

- a. A benefit from the charity in the capacity of a beneficiary of the charity;
- b. Reasonable and proper remuneration for any goods for services supplied to the charity.

## **5. BENEFITS AND PAYMENTS TO CHARITY TRUSTEES AND CONNECTED PERSONS**

### **(1) General Provision**

No trustee of the charity or connected person may:

- a. Buy or receive any goods or services from the charity on terms preferential to those applicable to members of the public;
- b. Sell goods, services or any interest in land to the charity;
- c. Be employed by, or receive any remuneration from, the charity;
- d. Receive any other financial benefit including direct or indirect benefit which is either money or has a monetary value, from the charity;

unless the payment is permitted by sub-clause (2) of this clause, or authorized by the court or the Charity Commission.

### **(2) Scope and powers permitting trustees' or connected persons' benefits:**

- a. A charity trustee or connected person may receive a benefit from the charity in the capacity of a beneficiary of the charity provided that a majority of the trustees do not benefit in this way.
- b. A charity trustee or connected person may enter into a contract for the supply of services, or of goods that are supplied in connection with the provision of services, to the charity where that is permitted in accordance with, and subject to the conditions in, section 185 of the Charities Act 2011.
- c. Subject to sub-clause (3) of this clause, a charity trustee or connected person may provide the charity with the goods that are not supplied in connection with services provided to the charity by the charity trustee or connected person.
- d. A charity trustee or connected person may receive interest on money lent to the charity at a reasonable and proper rate which must be not more than the Bank of England bank rate (the base rate).
- e. A charity trustee or connected person may receive rent for premises let by the charity trustee or connected person to the charity. The amount of the rent and the other terms of the lease must be reasonable and proper. The charity trustee concerned must withdraw from any meeting at which such a proposal or the rent or other terms of the lease are under discussion.

- f. A charity trustee or connected person may take part in the normal trading and fundraising activities of the charity on the same terms as members of the public.

## **6. DISSOLUTION**

- (1) If the members resolve to dissolve the charity, the trustees will remain in office as charity trustees and be responsible for winding up the affairs of the charity in accordance with this clause.
- (2) The trustees must collect in all the assets of the charity and must pay or make provision for all the liabilities of the charity.
- (3) The trustees must apply any remaining property or money:
- a. directly for the objects'
  - b. by transfer to any charity or charities for purposes the same as or similar to the charity;
  - c. in such other manner as the Charity Commission for England and Wales may approve in writing in advance.
- (4) The members may pass a resolution before or at the same time as the resolution to dissolve the charity specifying the manner in which the trustees are to apply the remaining property or assets of the charity and the trustees must comply with the resolution if it is consistent with paragraphs (a) – (c) inclusive in sub-clause (3) above.
- (5) In no circumstances shall the net assets of the charity be paid to or distributed among the members of the charity (except to a member that is itself a charity).
- (6) The trustees must notify the Commission promptly that the charity has been dissolved. If the trustees are obliged to send the charity's accounts to the Commission for the accounting period which ended before its dissolution, they must send the Commission the charity's final accounts.

## **7. AMENDMENT OF CONSTITUTION**

- (1) The charity may amend any provision contained in Part 1 of this Constitution provided that:
- a. no amendment may be made that would have the effect of making the charity cease to be a charity at law.
  - b. no amendment may be made to alter the objects if the change would undermine or work against the previous objects of the charity.
  - c. no amendment may be made to clauses 4 or 5 without the prior written consent of the Commission.
  - d. any resolution to amend a provision of Part 1 of this Constitution is passed by not less than two thirds of the members present and voting at a general meeting.
- (2) Any provision contained in Part 2 of this Constitution may be amended, provided that any such amendment is made by resolution passed by a simple majority of the members present and voting at a general meeting.

(3) A copy of any resolution amending this Constitution shall be sent to the Commission within twenty-one days of it being passed.

## PART 2

### 8. MEMBERSHIP

(1) Membership is open to individuals over eighteen or organizations which are approved by the trustees.

(2) There shall be three types of memberships:

- a. General membership
- b. Life membership
- c. Honorary membership

(3) Membership fees:

- a. Normal membership fee shall be as decided by Trustees Board periodically. Renewal for membership should be completed within the expiry date every two years. The renewal clause is not applicable to the life members. *(fourth amendment)*
- b. Life membership fee shall be £205 per family. *(fourth amendment)*
- c. Honorary membership is provided by the trustees' decision.
- d. In the event of death of the main member of a family, the membership of his family will remain valid.
- e. If for any reason whatsoever a member cancels the membership, the membership fee shall not be refunded. *(fourth amendment)*

(4) Refusal of membership application.

- a. The trustees may only refuse an application for membership if, acting reasonably and properly, they consider it to be in the best interests of the charity to refuse the application.
- b. The trustees must inform the applicant in writing of the reasons for the refusal within twenty-one days of the decision.
- c. The trustees must consider any written representations the applicant may make about the decision. The trustees' decision following any written representations must be notified to the applicant in writing but shall be final.

(5) Membership is not transferable to anyone else.

(6) The trustees must keep a register of names and addresses of the members which must be made available to any member upon reasonable *(fourth amendment)* request.

## 9. TERMINATION OF MEMBERSHIP

Membership is terminated if:

- (1) The member dies or, if it is an organization, ceases to exist.
- (2) The member resigns by written notice to the charity unless, after the resignation, there would be less than two members.
- (3) Any sum due from the member to the charity is not paid in full within six months of it falling due.
- (4) The member is removed from membership by a resolution of the trustees that it is in the best interests of the charity that his or her membership is terminated. A resolution to remove a member from membership may only be passed if:
  - a. The member has been given at least twenty-one days' notice in writing of the meeting of the trustees at which the resolution will be proposed and the reasons why it is to be proposed;
  - b. The member or, at the option of the member, the member's representative (who need not be a member of the charity) has been allowed to make representations to the meeting.

## 10. GENERAL MEETINGS

- (1) The charity must hold an annual general meeting within twelve months of the date of the adoption of this Constitution.
- (2) An annual general meeting (AGM) must be held in each subsequent year and not more than fifteen months. However, in any unavoidable circumstances like natural calamities etc., AGM can be postponed beyond 15<sup>th</sup> month as decided by the Trustee Board. (*fourth amendment*)
- (3) All general meetings other than annual general meetings shall be called as special general meetings as and when needed depending on the need of the charity. However, the charity can call regular meetings of the Executive Committee minimum of four times a year depending on the need to convene the meeting to make necessary action of the charity.
- (4) The trustees may call a special general meeting at any time should the need be.
- (5) The trustees must call a special general meeting if requested to do so in writing. The request must state the nature of the business that is to be discussed. If the trustees fail to hold the meeting within twenty-eight days of the request, the members may proceed to call a special general meeting but in doing so they must comply with the provisions of this Constitution.

## 11. NOTICE

- (1) The minimum period of notice required to hold any general meeting of the charity is fourteen clear days from the date on which the notice is deemed to have been given.
- (2) A general meeting may be called by shorter notice, if it is so agreed by all members entitled to attend and vote.

(3) The notice must specify the date, time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an annual general meeting, the notice must say so.

(4) The notice must be given to all the members and to the trustees.

## **12. QUORUM**

(1) No business shall be transacted at any general meeting unless a quorum is present.

(2) A quorum is the greater of:

a. 50 members entitled to vote upon the business to be conducted at the meeting; or

b. One tenth of the total membership at any time.

(3) The authorized representative of a member organization shall be counted in the quorum.

(4) The meeting shall be adjourned to such time and place as the trustees shall determine if:

a. A quorum is not present within half an hour from the time appointed for the meeting; or

b. During a meeting a quorum ceases to be present,

(5) The trustees must re-convene the meeting and must give at least seven clear days' notice of the reconvened meeting stating the date time and place of the meeting.

(6) If no quorum is present at the reconvened meeting within fifteen minutes of the time specified for the start of the meeting, the members present at that time shall constitute the quorum for that meeting.

## **13. CHAIR**

(1) General meetings shall be chaired by the person who has been elected as Chair.

(2) If there is no such person or he or she is not present within fifteen minutes of the time appointed for the meeting, Vice Chair or a trustee nominated by the trustees shall chair the meeting.

(3) If there is only one trustee present and willing to chair the meeting, he or she shall chair the meeting.

(4) If there is no trustee is present and willing to chair the meeting within fifteen minutes after the time appointed for holding it, the members present and entitled to vote must choose one of their members to chair that meeting.

## **14. ADJOURNMENTS**

(1) The members present at a meeting may resolve that the meeting shall be adjourned.

(2) The person who is chairing the meeting must decide the date, time and place at which the meeting is to be reconvened unless those details are specified in the resolution.



(3) No business shall be conducted at an adjourned meeting unless it could properly have been conducted at the meeting had the adjournment not taken place.

(4) If a meeting is adjourned by a resolution of the members for more than seven days, at least seven clear days' notice shall be given of the reconvened meeting stating the date, time and place of the meeting.

## **15. VOTES**

(1) Each member shall have one vote but if there is an equality of votes, the person who is chairing the meeting shall have a casting vote in addition to any other vote he or she may have.

(2) A resolution in writing signed by each individual member or an authorized representative in case of organization who would have been entitled to vote upon it had it been proposed at a general meeting, shall be effective. It may comprise several copies each signed by or on behalf of one or more members.

## **16. REPRESENTATIVES OF OTHER BODIES**

(1) Any organization that is a member of the charity may nominate any person to act as its representative at any meeting of the charity.

(2) The organization must give written notice to the charity of the name of its representative. The nominee shall not be entitled to represent the organization at any meeting unless the notice has been received by the charity. The nominee may continue to represent the organization until written notice to the contrary is received by the charity.

(3) Any notice given to the charity will be conclusive evidence that the nominee is entitled to represent the organization or that his or her authority has been revoked. The charity shall not be required to consider whether the nominee has been properly appointed by the organization.

## **17. CHARITY TRUSTEES AND MANAGEMENT COMMITTEE**

(1) The charity and its property shall be managed and administered by the Committee of Trustees and Management Committee (clause 3) in accordance with this Constitution.

(2) The charity shall have a Committee of Trustees Board consisting of minimum 3 members and a maximum of 9 members with following provisions:

(a) Among these, four trustee members will be elected through the election process.

(b) A maximum of 3 other trustee members will be selected through the nomination process.

(c) A maximum of 1 person can be nominated as a trustee member from the representatives of other external organizations or special individual person who is suitable for the best interest of the PNS Charity.

(d) The Chairman of the Management Committee shall be the trustee member automatically and s/he shall also act as the Member Secretary of the Charity Trustees Board.

(3). Arrangements for nomination of trustees as per Section 2(b) above.

3. 1 Qualification of the nominated trustees:

(a) Having proven academic records.

(b) Conducted community mobilizations and community activities or directly involved in the programs of such non-governmental social organizations.

(c) Have resided in Peterborough or surrounding areas for at least 2 years.

(d) Can or has been supporting society in formulating proper plans, programs and activities.

3. 1 The term of office of the nominated trustee shall be 2 years from the date of nomination.

3.3 When nominating the trustee members of the Charity Trustee Board from the above-mentioned criteria, the joint meeting of the Board of Trustees and the Management Committee will decide by a majority of at least two-thirds of the number of members present.

4. Provision of trusteeship through the election process as per section 2(a) above.

4.1 Qualifications of Trustees through the election process:

(a) Served for a minimum of one full term in the Management Committee AND one additional full term of serving society as Regional Coordinator or Advisor or one of the posts of Management Committee. *(fourth amendment)*

(b) Has not been charged with moral turpitude in the past and has not been involved in any activity contrary to the interests of the PNS Charity.

(c) Agreed to contribute more towards social service as a trustee.

(d) Deleted *(fourth amendment)*

4.2 The qualifications required for the position of Chairman of the Management Committee shall be the same as those specified for elected trustees in clause 4.1 above.

5. A meeting of the Board of Trustees shall elect a Trustee as the Coordinator of the Board of Trustees by unanimous vote as far as possible, if not by a majority of the elected and nominated Trustees.

6. **Management committee:** *(fourth amendment)* The charity may form a management body called **Management Committee** for smooth management and operation of its financial, administrative and other non-financial affairs. The charity trustees may hold any position in the management committee. The management committee may be formed as below:

a. Chair - 1

b. Vice Chair – 1 to 3

c. Secretary general - 1

d. Secretary - 1

e. Treasurer - 1

f. Assistant Treasurer - 1

g. Members – 5 to 16 (*fourth amendment*)

7. The management committee with the consultation of charity trustees may appoint regional coordinators up to 5 in number for implementing its programs and decisions.

8. The Trustees can work as a representing member in the Management Committee.

9. A trustee must be a member of the charity or the nominated representative of an organization that is a member of the charity.

10 No one may be appointed a trustee if he or she would be disqualified from acting under the provisions of clause 20.

11. Deleted (*fourth amendment*)

12. The first trustees shall be those persons nominated or elected as trustees at the meeting at which this Constitution is adopted.

13. A trustee may not appoint anyone to act on his or her behalf at the meetings of the trustees.

**14. Advisory Committee:** (*fourth amendment*)

14.1 In order to ensure the effective operation and governance of the Peterborough Nepalese Society (PNS), an Advisory Committee comprising up to fifteen (15) individuals shall be formed. Members shall be selected from among professionals or individuals who have made significant contributions to charity or in various sectors of the community.

14.2 The Advisory Committee shall be formed through a joint meeting of the Trustee Board and the Management Committee.

14.3 The term of office for members of the Advisory Committee shall be two (2) years. Should any advisor be found to have acted contrary to the interests of PNS or engaged in conduct deemed inappropriate, the joint meeting of the Management Committee and the Trustee Board shall have the authority to suspend such an individual from their position at any time.

**15. Stafford Hall Management and Operations Committee (MOC):** (*fourth amendment*)

15.1 The Peterborough Nepalese Society (PNS), having entered into a 99-year lease agreement with Peterborough City Council for the Stafford Hall premises located in Westwood, Peterborough effective as of 1 May 2025, hereby assumes full responsibility for the ongoing administration, operation, and management of the said premises.

15.2 A Stafford Hall Management and Operations Committee shall be formed by the joint decision of the Trustee Board and the Management Committee.

15.3 MOC shall comprise a designated coordinator along with such number of members as may be deemed necessary.

15.4 A formal Regulation/guidelines governing the management and operation of Stafford Hall shall be duly drafted and adopted. The roles, responsibilities, powers, and tenure of the

Stafford Hall Operations Committee shall be as defined and regulated by the provisions set forth in the said Regulation.

#### **16. Provision for the Formation of the Election Committee: *(fourth amendment)***

16:1 An Election Committee, consisting of three (3) members including one (1) Coordinator, shall be duly formed by a joint resolution of the Trustees Board and Management Committee. This committee shall be formed a minimum of three (3) months before the date of election. The Election Committee shall be dissolved once all work related to election is accomplished.

16.2 The Election Committee shall have the authority to formulate and adopt rules and procedure for the purpose of election, provided that all such procedures shall remain strictly within the bounds and provisions of this Constitution.

### **18. APPOINTMENT OF TRUSTEES**

(1) The charity in general meeting shall nominate/elect the trustees and members of management committee including other officers based on the criteria as mentioned on section 17(3) and 17(4).

(2) Each of the trustees shall retire with effect from the conclusion of the annual general meeting next after his or her appointment of second consecutive year but shall be eligible for re-election at that annual general meeting.

(3) No one may be elected a trustee or an officer at any annual/special general meeting unless prior to the meeting the charity is given a notice that:

- a. is signed by a member entitled to vote in the meeting.
- b. states the member's intention to propose the appointment of a person as a trustee or as an officer.
- c. is signed by the person who is to be proposed to show his or her willingness to be appointed.
- d. The appointment of a trustee, whether by the charity in general meeting or by the other trustees, must not cause the number of trustees to exceed any number fixed in accordance with this Constitution as the maximum number of trustees.
- e. The trustees may not appoint a person to be an officer if a person has already been elected or appointed to that officer and has not vacated the office.

### **19. POWERS OF TRUSTEES**

(1) To manage the activities of the charity in furtherance of the said objectives, the charity trustees shall have the following powers:

- a. To promote social, cultural and environmental activities of community group members and other groups that work with them.
- b. To raise funds and to invite and receive contributions provided that in raising funds the Management Committee shall not undertake any taxable permanent trading activity and shall comply with any relevant statutory requirements of the Charities Act 2011;

- c. To purchase, take on lease or in exchange, hire or otherwise acquire, equip or maintain any property and any rights or privileges which are necessary for the promotion of organisation's objectives and to construct, maintain and alter any buildings or erections necessary for the work of the Organisation.
- d. Subject to compliance with sections 124-126 of the Charities Act 2011, to sell, lease or otherwise dispose of all or any of the assets of the Organisation as may be thought necessary for the furtherance of the objectives of the organization.
- e. Subject to any consents required by the Charities Act 2011, to borrow money or raise money, and to charge the whole or any part of the property belonging to the charity as security for repayment of the money borrowed.
- f. To co-operate and work with other charities, voluntary bodies and statutory authorities of UK and other countries operating in furtherance of the objectives or of similar charitable purposes and to exchange information and advice with them;
- g. To establish or support or aid any charitable trusts, associations or institutions formed for any charitable purposes included in the objectives; within UK and other countries.
- h. To set aside income as a reserve against future expenditure but only in accordance with a written policy about reserves;
- i. To obtain and pay for such goods and services as necessary for carrying out the work of the charity;
- j. To open and maintain a bank account or bank accounts, delegate the management of funds necessary for the furtherance of the objectives of the charity; as permitted by the Trustee Act 2000;
- k. To undertake and execute any charitable trust which may lawfully be undertaken by the Organisation and may be necessary for its objectives.
- l. To appoint and constitute suitable body such as the Management Committee.
- m. To engage in study in relations to the above objectives, and to publish the useful results of, or facts and literature on any such study when necessary.
- n. To do all such other lawful things as are necessary for the achievement of the objectives
- o. Additional Powers of the Board of Trustees: If there is any extraordinary situation in the management committee or if any members of the management or trustee is/are found to have acted contrary to the spirit, purpose and constitution of the PNS, the Trustee Board will take the necessary action to resolve it. The Trustee Board shall have authority to suspend and investigate such officials or members, including general members and trustees, from their position at any time in accordance with existing procedure and the degree of accountability to the society if he/she/they are found to have acted contrary to the interests of the Society or engaged in conduct deemed inappropriate. *(fourth amendment)*
- p. *All vacant posts of Trustee Board, Management Committee and other committees shall be fulfilled by the Trustee Board and Management Committee through nomination. (fourth amendment)*

q. Trustee Board and Management Committee shall form any executive body or appoint officials for special purposes as necessary. *(fourth amendment)*

(2) No alteration of this document or any special resolution shall be applied retrospectively in order to validate any prior act of the trustees.

(3). Any meeting of trustees at which a quorum is present at the time the relevant decision is taken, may exercise all the powers that can be exercised by the trustees.

## **20. DISQUALIFICATION AND REMOVAL OF TRUSTEES AND MEMBERS OF MANAGEMENT COMMITTEE *(fourth amendment)***

A trustee shall cease to hold office if he or she:

(1) Is disqualified from acting as a trustee by virtue of sections 178 and 179 of the Charities Act 2011, or any statutory re-enactment or modification of that provision;

(2) Ceases to be a member of the charity;

(3) In the written opinion, given to the charity, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a trustee and may remain so for more than three months;

(4) Resigns as a trustee by notice to the charity (but only if at least two trustees will remain in office when the notice of resignation is to take effect); or

(5) Is absent without the permission of the Trustee Board or Management Committee from all their meetings held within a period of six consecutive meetings and the Trustee Board and Management Committee resolve that his or her office be vacated. *(fourth amendment)*

(6) has been suspended by the Trustee board *(fourth amendment)*

## **21. PROCEEDINGS OF TRUSTEES**

(1) The trustees may regulate their proceedings as they think fit, subject to the provisions of this document;

(2) Any trustee may call a meeting of the trustees;

(3) The secretary must call a meeting of the trustees if requested to do so by a trustee;

(4) Questions arising at a meeting must be decided by a majority of votes;

(5) In the case of an equality of votes, the person who chairs the meeting shall have a second or casting vote;

(6) No decision may be made by a meeting of the trustees unless a quorum is present at the time the decision is purported to be made;

(7) The quorum shall be minimum of fifty percent of the total number of members or such larger number may be decided from time to time by the trustees;

(8) A trustee shall not be counted in the quorum present when any decision is made about a matter upon which that trustee is not entitled to vote;

(9) If the number of trustees is less than the number fixed as the quorum, the continuing trustees or trustee may act only for the purpose of filling vacancies or of calling a general meeting;

(10) The person elected as the Chair shall chair meetings of the trustees;

(11) If the Chair is unwilling to preside or is not present within fifteen minutes after the time appointed for the meeting; the trustees present may appoint one of them to chair that meeting;

(12) The person appointed to chair meetings of the trustees shall have no functions or powers except those conferred by this document or delegated to him or her in writing by the trustees.

(13) A resolution in writing signed by all the trustees entitled to receive notice of a meeting of trustees or of a committee of trustees and to vote upon the resolution shall be as valid and effectual as if it had been passed at a meeting of the trustees or a committee of trustees duly convened and held;

(14) The resolution in writing may comprise several documents containing the text of the resolution in like form each signed by one or more trustees.

## **22. CONFLICTS OF INTERESTS AND CONFLICTS OF LOYALTIES**

A charity trustee must:

(1) Declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the charity or in any transaction or arrangement entered into by the charity which has not been previously declared; and

(2) Absent himself or herself from any discussions of the charity trustees in which it is possible that a conflict will arise between his or her duty to act solely in the interests of the charity and any personal interest (including but not limited to any personal financial interest).

Any charity trustee absenting himself or person from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of the charity trustee on the matter.

## **23. DELEGATION**

(1) The trustees may delegate any of their powers or functions to a committee of two or more trustees or management committee but the terms of any such delegation must be recorded in the minute book.

(2) The trustees may impose conditions when delegating, or revoke or alter a delegation.

(3) All acts and proceedings of any committees must be fully and promptly reported to the trustees.

## **24. MINUTES**

The trustees must keep minutes of all:

- (1) Appointments of officers and trustees made by the trustees;
- (2) Proceedings at meetings of the charity;
- (3) Meetings of the trustees and committees of trustees including:
  - a. The names of the trustees present at the meeting;
  - b. The decisions made at the meetings; and
  - c. Where appropriate the reasons for the decisions.

## **25. ACCOUNTS, ANNUAL REPORT AND ANNUAL RETURN**

- (1) The trustees must comply with their obligations under the Charities Act 2011 with regard to:
  - a. The keeping of accounting records for the charity;
  - b. The preparation of annual statements of accounts for the charity;
  - c. The transmission of the statements of account to Charity Commission;
  - d. The preparation of an Annual Return and its transmission to Charity Commission.
- (2) Accounts must be prepared in accordance with the provisions of any Statement of Recommended Practice issued by the Commission, unless the trustees are required to prepare accounts in accordance with the provisions of such a Statement prepared by another body.
- (3) \*Expenditures for business purposes other than those decided by a meeting of the Trustee Board, Management Committee will require the prior approval of Trustees Board if the expenditure exceeds £300 at any one time (*\*Amended on 1 August 2022, AGM*)

## **26. REGISTERED PARTICULARS**

The trustees must notify the Commission promptly of any changes to the charity's entry on the Central Register of Charities.

## **27. PROPERTY**

- (1) The trustees must ensure the title to:
  - a. all land held by or in trust for the charity that is not vested in the Official Custodian of Charities; and
  - b. all investments held by or on behalf of the charity, is vested either in a corporation entitled to act as custodian trustee or in not less than three individuals appointed by them as holding trustees.
- (2) The terms of the appointment of any holding trustees must provide that they may act only in accordance with lawful directions of the trustees and that if they do so they will not be liable for the acts and defaults of the trustees or of the members of the charity.
- (3) The trustees may remove the holding trustees at any time.



## **28. REPAIR AND INSURANCE**

The trustees must keep in repair and insure to their full value against fire and other usual risks all the buildings of the charity (except those buildings that are required to be kept in repair and insured by a tenant). They must also insure suitably in respect of public liability and employer's liability.

## **29. NOTICES**

(1) Any notice required to be served on any member of the Organisation shall be in writing or given using electronic communications and shall be served by the secretary or the Management Committee to any member either personally or by sending it through the post or by electronic mails, addressed to him or her (or in case of post, to his or her last known address in the United Kingdom).

(2) Any letters/notices sent by post shall be deemed to have been received within 10 days of posting within the United Kingdom.

(3) A member who does not register an address with the charity or who registers only a postal address that is not within the United Kingdom shall not be entitled to receive any notice from the charity.

(4) A member present in person at any charity meeting shall be deemed to have received notice of the meeting and of the purposes for which it was called.

(5) The following evidence shall be deemed as a conclusive evidence of the notice given:

- a. Proof of an envelope containing a notice properly addressed and posted;
- b. Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators;
- c. A notice shall be deemed to be given 48 hours after the envelope containing it was posted or, in case of an electronic communication, 48 hours after it was sent.

## **30. RULES**

(1) The trustees may from time to time make rules or by-laws for the conduct of their business.

(2) The by-laws may regulate the following matters but not restricted to them:

- a. The admission of members of the charity (individuals or organizations), membership fees, subscriptions, rights and privileges of such members;
- b. The conduct of members of the charity in relation to one another, and to the charity's employees and volunteers;
- c. The setting aside of the whole or any part(s) of the charity premises at any particular time or times or for any particular purpose(s);
- d. The procedure at general meeting and meetings of the trustees in so far as such procedure is not regulated by this document;

e. The keeping and authentication of records;

f. Generally, all such matters as are commonly the subject matter of the rules of an unincorporated association.

(3) The charity in general meeting has the power to alter, add to or repeal the rules or by-laws.

(4) The trustees must adopt such means as they think sufficient to bring the rules and by-laws to the notice of members of the charity.

(5) The rules or by-laws shall be binding on all matters of the charity. No rule or by-law shall be inconsistent with, or shall affect or repeal anything contained in the Constitution.

## **31. DISPUTES**

If a dispute arises between members of the charity about the validity or propriety of anything done by the members under this Constitution, and the dispute cannot be resolved by agreement, the parties to the dispute must first try in good faith to settle the dispute by mediation before resorting to litigation.

## **32. INTERPRETATION**

In this Constitution,

A 'connected person' means:

(1) A child, parent, grandchild, grandparent, brother or sister of the trustee;

(2) The spouse or civil partner of the trustee or of any person falling within sub-clause (1) above;

(3) A person carrying on business in partnership with the trustee or with any person falling within sub-clause (1) or (2) above;

(4) An institution which is controlled:

a. By the trustee or any connected person falling within sub-clause (1), (2) or (3) above; or

b. By two or more persons falling within sub-clause (4)(a), when taken together;

(5) A body corporate in which:

a. The charity trustee or any connected person falling within sub-clauses (1) to (3) has a substantial interest; or

b. Two or more persons falling within sub-clause (5)(a) who, when taken together, have a substantial interest.

(6) Sections 350-352 of the Charities Act 2011 apply for the purposes of interpreting the terms used in this clause.

In this constitution

B. 'Family Member' means husband, wife and children under 18 years of age of the same household. For the purposes of voting as a family, both husband and wife are eligible to vote. *(fourth amendment)*

C. 'Peterborough' shall also mean the areas around Peterborough including Spalding, Stamford, Bourne, Huntingdon and the surrounding areas.

(7) Following the enactment of this constitution, various policies and regulations necessary for the operation of PNS have been duly formulated and enforced on different dates in accordance with the decisions and directives of the Government. It is anticipated that, in the future, additional required policies, rules, and directives shall likewise be formulated and brought into effect as circumstances require. Accordingly, any such policies as may be implemented pursuant to the resolutions of the Trustee Board, the Management Committee, and the General Assembly shall be deemed to constitute an integral part of this constitution. *(fourth amendment)*

### **33. ARRANGEMENTS UNTIL FIRST ANNUAL GENERAL MEETING**

Until the next annual general meeting takes place, this Constitution shall take effect as if references in it to the Trustees were references to the persons whose signatures appear at the bottom of this document.

This Constitution was adopted Sunday 27<sup>th</sup> day of May 2016 as amended (fourth amendment) on 27<sup>th</sup> July 2025 by the persons whose signatures appear at the bottom of this document, who are current trustees of the society. *(fourth amendment)*

### **34. DELETED *(fourth amendment)***

<b><u>Name:</u></b>	<b><u>Signature</u></b>	<b><u>Date:</u></b>
1.Mr Mahesh Adhikari (Chair)		27/07/2025
2.Mr Kiran Karki		27/07/2025
3.Mr Keshab Raj Bhandari		27/07/2025
4.Mr Pradumna Raj Sharma		27/07/2025
5 Mr Chinta Mani Kharel		27/07/2025
6 Mr Bharat Pandey		27/07/2025
7 Mr Keshab Khatiwada (Member Secretary)		27/07/2025