



**PARLIAMENT OF THE DEMOCRATIC
SOCIALIST REPUBLIC OF
SRI LANKA**

**KODHAGODA GUNARATHANA NAHIMI
FOUNDATION (INCORPORATION)**

A

BILL

to incorporate Kodhagoda Gunarathana Nahimi Foundation

*Presented by the Hon. Yadamini Gunawardena, M. P.
on 08th of August, 2024*

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*Kodhagoda Gunarathana Nahimi Foundation
(Incorporation)*

AN ACT TO INCORPORATE THE KODHAGODA GUNARATHANA NAHIMI
FOUNDATION

WHEREAS a Foundation called and known as the Preamble
“Kodhagoda Gunarathana Nahimi Foundation” has
heretofore been formed in Sri Lanka for the purpose of
effectually carrying out its objects and transacting all matters
5 connected with the said Foundation according to the rules
agreed by its members:

AND WHEREAS the said Foundation has heretofore
successfully carried out and transacted several objects and
matters for which it was established, and has applied to be
10 incorporated, and it will be expedient to grant the said
application:

BE it therefore, enacted by the Parliament of the Democratic
Socialist Republic of Sri Lanka as follows:—

1. This Act may be cited as the Kodhagoda Short title
15 Gunarathana Nahimi Foundation (Incorporation)
Act, No. of 2024.

2. (1) From and after the date of commencement of this Incorporation
Act, such and so many persons as now are members of the of the
Kodhagoda Gunarathana Nahimi Foundation (hereinafter Kodhagoda
20 referred to as the “Foundation”) or shall hereafter be admitted Gunarathana
as members of the Corporation hereby constituted shall be a Nahimi
body corporate with perpetual succession, under the name Foundation
and style of the “Kodhagoda Gunarathana Nahimi
Foundation” (hereinafter referred to as the “body
25 corporation”) and by that name may sue and be sued, in all
Courts with full power and authority to have and use a
common seal and to alter the same at its pleasure.

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(2) The body corporate shall be deemed to be a voluntary social service organization within the meaning, and for the purpose of the Voluntary Social Service Organizations (Registration and Supervision) Act, No. 31 of 1980 and the provisions of the Act shall apply to and in relation to the management of the affairs of the body corporate.

3. The body corporate shall operate exclusively as a not-for-profit organization and it is solely for the benefit of the society and its members.

10	<p>4. (1) The general objects for which the body corporate is constituted are hereby declared to be-</p>	<p>The General objects of the body corporate</p>
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(a) to develop quality relationship between members and beneficiaries of the Kodhagoda Gunarathana Nahimi Foundation;

15 (b) to develop human resources and facilitate career
development;

(c) to create a religious and cultural revival of the members of the beneficiaries of the Foundation;

20 (d) to establish appropriate liaison between Kodhagoda
Gunarathana Nahimi Foundation and national and
international organizations thereby promoting moral
and physical development of Kodhagoda
Gunarathana Nahimi Foundation:

25 (e) to bring the religious, moral, educational and physical development to the various ethnicities of Sri Lanka;

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- (f) to develop quality relationship between members of the Foundation and it's beneficiaries;
- (g) to facilitate the economic and professional development of the low income community ;
- 5 (h) to work for the advancement of various local cultures; and
- (i) to fulfill the physical needs of the local people by building reliable relationship internationally.
- (2) In the implementation of the objects specified in
- 10 subsection (1) the Corporation shall ensure that such implementation shall be carried out without any discrimination based on race, religion, language, caste, sex, political opinion, place of birth or any such grounds.
5. The objects of the body corporate shall be carried out in
- 15 such manner so as not to create any conflict between the work of the Corporation and any work being carried out simultaneously by any Ministry or Department of the Government or any Provincial Council
- Body corporate to ensure no conflict with work of Ministry or Department of the Central Government or Province
6. (1) Subject to the provisions of this Act the body
- 20 corporate shall be carried out by a Board of Management (hereinafter referred to as the "Board" consisting of such number of office bearers as may be specified by the rules made under Section 8.
- Management of the affairs of the body corporate
- (2) (a) The Board of Management of the Foundation that
- 25 holds office on the day immediately preceding the date of commencement of this Act, shall function as the Board of the body corporate until the first Board is appointed or elected in the manner provided for by rules made under Section 8.

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(b) The first board of the body corporate shall be appointed or elected within one year of the date of commencement of this Act.

5 (3) (a) Every office bearer of the Board including the patrons and advisors, shall be appointed or elected for a period of three years and any such office bearer, patron or advisor shall be eligible for re-appointment or re-election after lapse of the said period of three years;

10 (b) In the event of a vacancy occurring due to the death, resignation, incapacity or removal from office of an office bearer, the Board shall have regard to the rules of the body corporate, elect or appoint a person to fill such vacancy;

15 (c) The person elected or appointed under paragraph (b) shall hold office only for the unexpired portion of the term of office of the member whom he succeeds.

20 7. Subject to the provision of this Act and any other written law, the body corporate shall have the power to do, perform and execute all such acts and matters as necessary or desirable for the promotion or any one of them, including the power -

Powers of the
body
corporate

25 (a) to purchase, acquire, rent, construct, remove and otherwise obtain lands or buildings which may be required for the purpose of the body corporate and to deal with or dispose of the same as may be deemed expedient with a view to promoting the objects of the body corporate;

(b) to raise funds and receive grants, gifts or donations, in cash or kind with or without security;

5 provided that, the Board shall obtain the prior written approval of the Department of External Resources of the Ministry of the Minister assigned the subjects of Finance, in respect of all foreign grants, gifts or donations made to the body corporate;

10 (c) to make, draw, accept, discount, endorse, negotiate, buy, sell and issue bills of exchange, cheques, promissory notes and other negotiable instruments and to open, operate and close accounts in any banks;

(d) to invest any funds not immediately required for the purposes of the corporate in such manner as the Board may determine;

15 (e) to undertake, accept, execute, perform and administer any lawful trust or any real or personal property with a view to promoting the objects of the body corporate;

20 (f) to appoint, employ, dismiss or terminate the services of officers and servants of the body corporation and exercise disciplinary control over them and to pay them such salaries, allowances and gratuities as may be determined by the body corporate; and

25 (g) to do all other things as are necessary or expedient for the proper and effective carrying out the objects of the body corporate.

30 **8. (1)** It shall be lawful for the body corporate, from time to time, at any general meeting and by the votes of not less than two thirds of the members present and voting, to make rules, not inconsistent with the provisions of this Act or any other written law, for all or any of the following matters:-

Rules of the
body
corporate

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- (a) the classification of membership, admission, withdrawal, expulsion or resignation of members and fees payable by members;
 - 5 (b) the election of office bearers of the Board or vacation of or removal from office of office bearers and the powers, duties and functions of the office bearers;
 - (c) the terms and conditions of appointment, powers, functions and duties of the various officers, agents and servants of the body corporate;
 - 10 (d) the procedure to be followed at the summoning and holding of meetings of the Board, or any sub-committee thereof, notices and agenda of such meetings, the quorum and the conduct of business thereat;
 - 15 (e) the qualifications and disqualifications to be a members of the Board and the body corporate;
 - (f) the administration and management of the property of the body corporate; and
 - 20 (g) the management of the affairs of the body corporate and the accomplishment of its' objects and dissolution of the body corporate.
- (2) The rules made by the body corporate may be amended, altered, added to or rescinded at a like meeting and in like manner as a rule made under subsection (1).
- 25 (3) The members of the body corporate shall at all time be subject to rules of the body corporate.
- (4) The rules made under this section shall be published in the Government Gazette.

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9. The Board shall maintain a register of members in which name, address and other essential details of the members be inscribed.

Register of
members

10. (1) The Body corporate shall have its own Fund.

Fund of the
body
corporate

5 (2) All moneys received by way of gift, bequest, donation, subscription, contribution, fees, or grants for an account of the body corporate shall be deposited in one or more Banks approved by the Board to the credit of the body corporate.

10 (3) There shall be paid out of the Fund all sums of money as are required to defray any expenditure incurred by the body corporate in the exercise, performance and discharge of its power, duties and functions under the Act.

11. (1) The financial year of the Body Corporate shall be the calendar year.

Accounts
and the
Auditing

15 (2) The Body corporate shall cause proper accounts to be kept of income and expenditure, assets and liabilities and all other transactions of the Body corporate.

20 (3) The accounts of the Body corporation shall be audited by Auditor General or by a qualified auditor appointed by Auditor General in terms of Article 154 of the Constitution.

(4) For the purpose of this section “qualified auditor” means -

25 (a) an individual who being a member of the Institute of Chartered Accountants of Sri Lanka, or any other institute established by law, possesses a certified to practice as Accountant issued by the Council of such Institute; or

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- 5 (b) a firm of Accountants, each of the resident partners of which being a member of the Institute of Chartered Accountants of Sri Lanka or of any other institute established by law, possesses a certificate to practice as an Accountant, issued by the Council of such Institute.

- 10 **12.** (1) The Board shall prepare a report of the activities of the Body corporate for each financial year and submits such report together with the audited statement of accounts to the Secretary of the Ministry of the Minister assigned the subject of Social Services and to the Registrar of Voluntary Social Services Organizations appointed under the Voluntary Social Service Organization (Registration and Supervision) Act, No. 31 of 1980 before the expiration of six months of the year succeeding the year to which such report relates.

Annual
Report

(2) A separate account relating to the foreign and local moneys received by the Body corporate during the financial year shall be attached to the report referred to in subsection (1).

- 20 **13.** All debts and liabilities of the Foundation existing on the day preceding the date of commencement of this Act, shall be paid by the Body corporate hereby constituted, and all debts due to, and subscriptions and contributions payable to the Foundation on that day shall be paid to the Body corporate for the purpose of this Act.

Debts due by
and payable
to the
Foundation

- 30 **14.** Subject to the provision of this Act, the Body corporate shall be able and capable in law, to take and hold any property movable or immovable which may become vested in it by virtue of any purchase grant, gift, testamentary disposition or otherwise, and all such property shall be held by the Body corporate for the purposes of this Act, and subject to the rules of the Body corporate made under section 8, with power to sell, mortgage, lease, exchange or otherwise dispose of the same.

Body
corporate
may hold
property
movable and
immovable

15. The moneys and property of the Body corporate however derived shall be applied solely towards the promotion of the objects of the Body corporate and no portion thereof shall be paid or transferred directly or
5 indirectly by way of dividend, bonus or profit to the members of the Body corporate

Application
of money
and property

16. The Seal of the Body corporation shall not be affixed to any instrument whatsoever, except in the presence of two members of the Body who shall sign their names to the
10 instrument in token of their presence and such signing shall be independent of the signing of any person as a witness.

Seal of the
Body
corporate

(2) The Seal of the body corporate shall be in the custody of an office bearer of the Board as may be decided by such Board.

15 17. (1) If upon the dissolution of the body corporate there remains after the satisfaction of all its debts and liabilities, any property whatsoever, such property shall not be distributed among the members of the Body corporate but shall be given or transferred to any other Foundation having
20 objects similar to those of the Body corporate, and which is by the rules thereof, prohibited from distributing any income or property among its members.

Property
remaining on
dissolution

(2) For the purpose of this subsection (1) the appropriate institution shall be determined by the members of the body
25 corporate immediately before the dissolution at a general meeting by the majority of votes of the members present.

18. Nothing in this Act contained shall prejudice or affect the rights of the Republic or anybody politic or corporate.

Saving of the
Rights of the
Republic and
others

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19. In the event of any inconsistency between the Sinhala text to prevail in
Sinhala and Tamil texts of this Act, the Sinhala text shall case of
prevail. inconsistency

