



CONSTITUTION

**Approved and Adopted
on
15 April 2021**

Press Club of Pakistan
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CONSTITUTION

1 NAME

The name of the organisation shall be Press Club of Pakistan UK, hereinafter referred to as **PCPUK**.

2 VISION

We strive to initiate, nurture and develop professional journalism amongst new and established journalists of Pakistani heritage resident in the United Kingdom.

3 AIMS AND OBJECTS

The **PCPUK's objects** ("the objects") are :

1. To enhance life skills and employability of journalists.
2. To help create job opportunities for local journalists.
3. To build links with other local community groups and media outlets.
4. To create opportunities for volunteers and promote social inclusion.
5. To promote activities aimed at delivering social cohesion.

4 ADMINISTRATION

Subject to the matters set out below the **PCPUK** and its property shall be administered and managed in accordance with this constitution by the members of the Board, constituted by Clause 6 of this constitution ("the Board").

5 POWERS

In furtherance of the objects but not otherwise the Board may exercise the following powers:

- 5.1 power to raise funds and to invite and receive contributions provided that in raising funds the Board shall not undertake any substantial permanent activities and shall conform to any relevant requirements of the law;
- 5.2 power to buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use;
- 5.3 power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the **PCPUK**;
- 5.4 power subject to any consents required by law to borrow money and to charge all or any part of the property of the **PCPUK** with repayment of the money so borrowed;
- 5.5 power to employ such staff (who shall not be members of the Board) as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependants;
- 5.6 power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them;
- 5.7 power to establish or support any charitable trusts, associations or institutions for all or any part of the objects;
- 5.8 power to appoint and constitute any Committees and Consultative Forums as the Board may think fit;
- 5.9 power to do all such other lawful things as are necessary for the achievements of the objects.

6 MEMBERSHIP

6.1 Membership of the **PCPUK** shall be open to :

- individuals of Pakistani heritage aged 18 years or over who are, or aspire to be, journalists and are interested in furthering the work of the **PCPUK** (any such member being called 'Individual Member'), and
- any body corporate or unincorporated association which is interested in furthering the **PCPUK** 's work (any such body being called in this constitution an 'Affiliate Member').

6.2 All these members make up the General Council.

6.3 Membership fee will be as determined from time to time by the Board.

- 6.4 To be eligible to vote, the member must have been a paid-up member for at least 6 months.
- 6.5 Every member shall have one vote at the General Council which will form the general body of **PCPUK**.
- 6.6 Each Affiliated Member shall appoint an individual to represent it and to vote on its behalf at General Council meetings of the **PCPUK**; and may appoint an alternate to replace its appointed representative at any meeting of the **PCPUK** if the appointed representative is unable to attend.
- 6.7 Each Affiliate Member shall notify the name of the representative appointed by it and of any alternate person to the Secretary. If the representative or alternate resigns from or otherwise leaves the Affiliate Member, she/he shall forthwith cease to be the representative of the Affiliate Member.
- 6.8 The Board may unanimously and for good reason terminate the membership of any Individual Member or Affiliate Member provided that the individual concerned or the appointed representative of the Affiliate Member concerned (as the case may be) shall have the right be heard by the Board, accompanied by a friend, before a final decision is made.

7 BOARD

- 7.1 The Board shall take executive decisions on behalf of **PCPUK**, and it will be responsible for the delivery of the objects of **PCPUK**.
- 7.2 The Board shall consist of **9 members** being elected by the General Council of **PCPUK** at the Annual General Meeting (**AGM**); each member being elected for a term of 3 years (subject to the provision of 6.3 and 6.4).
- 7.3 At the first AGM the General Council will elect 9 members to form the Board. The 3 gaining the most votes will serve for a term of 3 years; the next 3 will serve for a term of 2 years; the next 3 will serve for a term of 1 year.
- 7.4 At subsequent AGMs, 3 members will retire after completing their term of office of 3 years.
- 7.5 The retiring members will be eligible to stand for re-election.
- 7.6 To be eligible to be elected to the Board, the member must have been a paid-up member for at least 12 months before the AGM.
- 7.7 The proceedings of the Executive Group shall not be invalidated by any vacancy among their number.
- 7.8 Every member of the Executive Group will sign the Declaration of Acceptance and of willingness to act in the best interests of **PCPUK**.

8 HONORARY OFFICERS

- 8.1 Within one week of the Annual General Meeting of the General Council, the Board will meet to elect from themselves
- President
 - Vice President
 - General Secretary
 - Finance Secretary
- who shall hold office for one year
- 8.2 Each Honorary Officer will be eligible for election for any position.
- 8.3 To be eligible to be elected to any of the above offices, the candidate must have been a member for at least 2 years.

9 DETERMINATION OF MEMBERSHIP OF BOARD

A member of the Board shall cease to hold office if she/he:

1. is disqualified from acting as a member of the Board by virtue of section 45 of the Charities Act 1992 (or any statutory re-enactment or modification of that provision);
2. becomes incapable by reason of mental disorder, illness or injury of managing and administering her/his own affairs;
3. is absent without the permission of the Board from all their meetings held within a period of six months and the Board resolve that her/his office be vacated; or

4. notifies to the Board a wish to resign (but only if at least three members of the Board will remain in office when the notice of resignation is to take effect).
5. Any vacancy arising on the Board through resignation or otherwise shall be filled by co-opting a member for a period of office till the following AGM.
6. The Board shall appoint no more than 6 ADVISORS with specialist expertise who shall have no voting rights. Their term of office will be for 1 year till the following AGM. They will be invited to attend all Board meetings.

10 BOARD MEMBERS NOT TO BE PERSONALLY INTERESTED

No member of the Board shall acquire any interest in property belonging to the **PCPUK** (otherwise than as a Holding Trustee of the **PCPUK**) or receive remuneration or be interested (otherwise than as a member of the Board) in any contract entered into by the Board.

11 MEETINGS AND PROCEEDINGS OF THE BOARD

- 11.1 The Board shall hold at least four ordinary meetings each year. A special meeting may be called at any time by the President upon not less than 4 days' notice being given to the other members of the Board of the matters to be discussed.
- 11.2 The President shall act as chair at meetings of the Board. If the President is absent from any Board meeting, the Vice President shall take the chair.
- 11.3 The quorum for the Board shall be 5 members.
- 11.4 Every matter shall be determined by a majority vote of the members of the Board present and voting on the question but in the case of equality of votes the Chair of the meeting shall have a second or casting vote.
- 11.5 The Board shall keep minutes in the Minutes File of the proceedings at meetings of the Board and any Committee.
- 11.6 The Board may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.
- 11.7 The Board may appoint one or more Committees consisting of three or more members of the Board for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Board would be more conveniently undertaken or carried out by a Committee: provided that all acts and proceedings of any such Committees shall be fully and promptly reported to the Board.

12 RECEIPTS AND EXPENDITURE

- 12.1 The financial year of **PCPUK** will be 01 April to 31 March.
- 12.2 The funds of the **PCPUK**, including all donations contributions and bequests, shall be paid into an account operated by the Board in the name of the **PCPUK**.
- 12.3 All cheques drawn on the account shall be signed as follows :
Any two of President, Vice President, General Secretary, Finance Secretary.
- 12.4 The funds belonging to the **PCPUK** shall be applied only in furthering the Objects.

13 PROPERTY

The Board shall cause the title to

1. all land held by or in trust for the **PCPUK** which is not vested in the Official Custodian for Charities; and
2. all investments held by or on behalf of the **PCPUK**;

to be vested in not less than two individuals appointed by them as Holding Trustees. Holding Trustees may be removed by the Board at their pleasure and shall act in accordance with the lawful directions of the Board. Provided they act only in accordance with the lawful directions of the Board, the holding trustees shall not be liable for the acts and defaults of its members.

14 ACCOUNTS

The Board shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to:

1. The keeping of accounting records for the **PCPUK**.
2. The preparation of annual statements of accounts for the **PCPUK**.
3. The auditing or independent examination of the statements of account of the **PCPUK**.
4. The transmission of the statements of account of the **PCPUK** to the Charity Commission.

15 ANNUAL REPORT

The Board shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Charity Commission.

16 ANNUAL RETURN

The Board shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Charity Commission.

17 ANNUAL GENERAL MEETING

- 17.1 There shall be an Annual General Meeting of **PCPUK** which shall be held in the month of April in each year or as soon as practicable thereafter.
- 17.2 Every Annual General Meeting shall be called by the Board. The General Secretary shall give at least 21 days' notice of the Annual General Meeting to all the members of the **PCPUK**. All the members of the **PCPUK** shall be entitled to attend and vote at the meeting.
- 17.3 The President shall act as the chair for the proceeding. If the President is not present, then the Vice President will take the chair.
- 17.4 The Board shall present to each Annual General Meeting the Report and Accounts of the **PCPUK** for the preceding year.
- 17.5 Elections to the Board shall be held as per clause 7.
Nominations for election to the Board must be made in writing and must be in the hands of the General Secretary at least 14 days before the Annual General Meeting. Should nominations exceed vacancies, election shall be by ballot.

18 SPECIAL GENERAL MEETINGS

The Board may call a Special General Meeting of the **PCPUK** at any time. If at least 5 members request such a meeting in writing stating the business to be considered, the General Secretary shall call such a meeting. At least 21 days' notice must be given. The notice must state the business to be discussed.

19 PROCEDURE AT GENERAL MEETINGS

1. The General Secretary or other person specially appointed by the Board shall keep a full record of proceedings at every General Meeting of the **PCPUK**.
2. The quorum shall be 15 members.

20 NOTICES

Any notice required to be served on any member of the **PCPUK** shall be in writing and shall be served by the General Secretary or the Board on any member either personally or by sending through electronic means i.e. email or text message.

21 ALTERATIONS TO THE CONSTITUTION

- 21.1 Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a General Meeting. The notice of the General Meeting must include notice of the resolution, setting out the terms of the alteration proposed.
- 21.2 No amendment may be made to Clause 2, Clause 3, Clause 21 (this clause) and Clause 22 without the prior consent in writing of the Charity Commission.
- 21.3 No amendment may be made which would have the effect of making the **PCPUK** cease to be a charity at law.
- 21.4 The Board should promptly send to the Charity Commission a copy of any amendment made under this clause.

22 DISSOLUTION

If the Board decides that it is necessary or advisable to dissolve **PCPUK** it shall call a meeting of all members of the **PCPUK**, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Board shall have power to realise any assets held by or on behalf of the **PCPUK**. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the **PCPUK** as the members of the **PCPUK** may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of the **PCPUK** must be sent to the Charity Commission.

This Constitution was Approved and Adopted on 15 April 2021

Muqaddasah Bano
President, on behalf of all members of the Board.