



STEVENAGE MUSLIM  
COMMUNITY CENTRE

# **STEVENAGE MUSLIM COMMUNITY CENTRE**

## **CONSTITUTION**



*In The Name of Allah, the Merciful, the Compassionate*

Stevenage Muslim Community Centre (SMCC) is a non-profitmaking, non-political, charitable incorporated organisation with the charity trustees being its only voting members.

Date of Constitution: 15 May 2021

**1. Name :**

The name of this Charitable Incorporated Organisation (“the CIO”) is Stevenage Muslim Community Centre (hereinafter called “the SMCC”)

**2. National location of principal office :**

The principal office of the SMCC is:

**Stevenage Muslim Community Centre Postal Address:**

The Sishes,  
Vardon Road,  
Stevenage  
Hertfordshire, SG1 5PZ  
United Kingdom

**3. Objectives :**

**3.1** The main objective of SMCC is to serve the best interests of the Muslim community. The key objectives of the SMCC are as follows:

- 3.1.1.** The advancement of the faith and religious practices of Islam in accordance with the *Qur'an* and the *Sunnah* amongst Muslims in particular and members of the public in general.
- 3.1.2.** The advancement of education for the public benefit concerning the teachings and practices of Islam.
- 3.1.3** The advancement of general education for the public benefit.
- 3.1.4** The provision of recreational and social facilities in the interests of public welfare with the object of improving quality of life for people in need of such facilities and activities.
- 3.1.5** The relief of poverty, sickness and suffering of any persons who are in need irrespective of their nationality, race, ethnic origin and religious beliefs.
- 3.1.6** The advancement of both religious and racial harmony for the benefit of the public

by:

- Promoting knowledge of and mutual understanding between different religious and racial groups
- Advancing education and raising awareness of other religious and racial groups in order to promote harmonious relations between persons belonging to different religious and racial groups
- Working towards the elimination of discrimination on the grounds of religion and race

**3.1.7.** The advancement of such other charitable objects for the public benefit in accordance with the law of England and Wales, as the trustees may from time to time think fit, provided that these are in harmony with the *Qur'an* and the *Sunnah*.

#### **4. General Powers**

The SMCC has power to do anything which is calculated to further its objects or is conducive or incidental to doing so and in furtherance of these objects the charity trustees shall have the following powers:

- 4.1** *in particular* to benefit and assist in the religious and general education of Muslims and members of the general public in the United Kingdom by establishing an educational, cultural and religious centre in Stevenage called Stevenage Muslim Community Centre (hereinafter called “the Centre”);
- 4.2** *in general* to promote and establish the Muslim faith and way of life of Islam as defined by the Noble *Qur'an* and the *Sunnah* of the Prophet Muhammad, may the blessings and peace of Allah be on him, and to assist in the religious and general education of Muslims and members of the general public and in the propagation of the life transaction of Islam amongst others especially in the United Kingdom and also throughout the world so as to advance their spiritual mental physical and social well-being;
- 4.3** to open and maintain in the name of the SMCC a bank account or bank accounts and pay any monies forming part of the funds and assets of the SMCC to the credit of any such account or accounts provided always:
- All cheques and orders for the payment of money shall be signed by at least two of the charity trustees, or by at least any two signatories authorised by the charity trustees
  - The charity trustees shall select any two of their number, one of whom must be the Chairperson of the SMCC, to act as joint signatories to otherwise operate the accounts of the SMCC and to execute in the name of the SMCC and on behalf of the charity trustees all assurances or other deeds or instruments for giving effect to any decisions resolutions or transactions to which the SMCC is a party.

- 4.4** To raise, collect and receive money funds and chattels of any description from any organisation person or persons whomsoever by way of contributions, donations, legacies, Shari'ah compliant loans, subscriptions, grants, payroll giving and any other lawful method including public appeals through the media (with any consents as by law required) and to accept and receive gifts of property of any description (whether subject to any special trusts or not) provided that in raising such funds and assets the SMCC shall not undertake any substantial permanent trading activities and shall comply with any relevant statutory regulations.
- 4.5** To accept any of the aforementioned contributions, donations, legacies, grants and gifts of funds, chattels and property on any special trusts in connection with the SMCC so that any contribution, donation, legacy, grant or gift so accepted shall be held subject to the terms and conditions of the gift.
- 4.6** To borrow money and to charge the whole or any part of its property as security for the repayment of the money borrowed. The SMCC must comply as appropriate with sections 124 and 125 of the Charities Act 2011, if it wishes to mortgage land.
- 4.7** To buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use.
- 4.8** To sell, lease or otherwise dispose of all or any part of the property belonging to the SMCC. In exercising this power, the SMCC must comply as appropriate with sections 117 and 119-123 of the Charities Act 2011.
- 4.9** To employ and remunerate such staff as are necessary for carrying out the work of the SMCC and its Centre and any of its projects, including power to make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of the SMCC's employees and their widows, widowers and other dependants in accordance with the applicable law.
- 4.10** To employ or remunerate a charity trustee only to the extent that it is permitted to do so by clause 5 (Application of income and property) and clause 6 (Benefits and payments to charity trustees and connected persons) and provided this complies with the conditions of these clauses.
- 4.11** To assist in the funding fitting equipping furnishing and administration of the Centre with all the religious administrative educational and recreational equipment resources facilities and personnel needed to benefit the SMCC's beneficiaries in accordance with the charitable objects stated herein.
- 4.12** To assist in appointing, funding and accommodating within its capacity any such Imams as are needed to lead the Muslims in prayer in the Centre and any such teachers as are needed to teach at the Centre and any such Imam shall be a Muslim who follows the Sunni school of thought and his appointment shall be conditional on his agreeing to follow and honour the guidance of the *Qur'an* and the *Sunnah* of the Prophet Muhammad, may the blessings and peace of Allah be on him.
- 4.13** To deposit or invest funds, particularly but not exclusively by purchasing land and premises in order to generate income for the SMCC, and arrange for the investments or other property of the SMCC to be held in the name of a nominee, in the same manner and subject to the same conditions as the trustees of a trust are permitted to do by the Trustee Act 2000 provided that no usurious transaction including charging interest is entered into as defined by Sunni Islamic teachings.

- 4.14** Subject to sub-clause 4.13 above to borrow or utilise any money equipment facility service or property on such terms as the charity trustees shall think fit.
- 4.15** To hold or assist in holding educational classes lectures training programmes courses seminars meetings conferences social religious and cultural events and activities and exhibitions and prayer gatherings which subject to the discretion of the charity trustees shall be open to both Muslims and non-Muslims of all ages in order to learn more about and embody the teachings and cultural heritage of Islam and publish the useful results thereof;
- 4.16** To establish or support any project scheme or programme and engage in all such educational cultural social and religious activities as will assist in and promote the realisation and fulfilment of the objects;
- 4.17** To provide in the interests of both Muslims' and non-Muslims' social welfare facilities for recreation and other leisure-time occupations being facilities:
- (a) Of which those persons have need by reason of their youth age infirmity or disablement poverty or social and economic circumstances; and
  - (b) Which will improve the conditions of life for such persons by promoting their spiritual mental physical and social well-being.
- 4.18** To relieve both Muslims and non-Muslims in the United Kingdom in particular and throughout the world in general who are in need by reason of their youth age infirmity disablement poverty or social and economic circumstances or ignorance.
- 4.19** To establish or support any charitable trusts, associations, organisations or institutions formed for all or any of the charitable purposes included in the objects.
- 4.20** To assist anybody or bodies especially other charitable organisations whose purposes are the same as or similar to those of the SMCC, financially or otherwise, provided always that such assistance is provided exclusively within the framework of the charitable objects stated herein but not further or otherwise.
- 4.21** To procure, provide and disseminate information on all matters relating to the objects and to exchange such information and advice and cooperate with other charities, associations, bodies, voluntary bodies, statutory authorities and individuals operating in furtherance of the objects or similar charitable purposes.
- 4.22** To promote, encourage or undertake organised research, surveys and investigations in furtherance of the objects and publish the useful results thereof.
- 4.23** To cause to be written and print publish issue and circulate gratuitously or otherwise any reports or papers periodicals books pamphlets leaflets or other documents, films, recorded tapes or disks whether audio or visual or both, including periodical reports on the work of the SMCC.
- 4.24** Subject to any consents required by law, to promote, assist, produce and broadcast advertisements, public appeals, programmes and newscasts for transmission via any modern audio-visual means of communication in furtherance of the objects.
- 4.25** To make full use of all modern audio-visual means of communication including but not restricted to the internet and the use of radio and television whether terrestrial or celestial or any other means of communication not yet known or hereafter invented.
- 4.26** In addition to all powers expressly conferred by the Constitution:
- (a) To expend the funds and assets of the SMCC in such manner as the charity trustees shall consider most beneficial for the achievement of the objects and to invest in

the name of the SMCC such part of the funds and assets as they may see fit and to direct the sale of any such investments and to expend the proceeds of any such sale in furtherance of the objects; and

(b) To enter into contracts on behalf of the SMCC.

**4.27** If for any reason any part of the premises from time to time occupied or owned for the charitable objects of the SMCC or for any of its projects should in the opinion of the charity trustees become unsuitable or not be required for such charitable objects or projects then the charity trustees may (with any consents as by law required) sell lease exchange donate or otherwise dispose of the same, provided always that the charity trustees shall apply the proceeds of sale of such premises and the rents and profits thereof for any of the objects stated herein including the purchase of other land for the use or occupation by the SMCC or any of its projects or in order to generate income for the charitable objects of the SMCC and in fitting equipping and furnishing the same so that the same shall be held and used upon with and subject to the like trusts powers and provisions and for the like charitable objects as the premises previously used and occupied for the charitable objects of the SMCC.

## **5. Application of income and property**

**5.1** Subject to sub-clauses 5.5 and 5.6 below the income and property of the SMCC must be applied solely towards the promotion of the objects, including the purchase of land and premises both for the use of the SMCC and in order to generate income, and the maintenance repair insurance and general upkeep of the same and the payment of all outgoings including the payment of staff and the general expenses of carrying on and managing the same including the payment of any telephone office stationery and equipment electricity gas and water bills and any rates and taxes of an annual or recurring nature payable in respect of the land and premises.

**5.2** With reference to sub-clause 4.5 above, where funds and gifts are accepted on any special trusts or are collected and received for any particular project then such funds and gifts shall be allocated and utilised accordingly.

**5.3** In the event of there being any surplus after the terms and conditions of any special trust have been met or after any particular project has been completed in accordance with sub-clause 5.2 above, then any such surplus shall be applied in accordance with the objects as the charity trustees shall in their absolute discretion think fit, provided always that no part of the assets of the SMCC which constitute capital monies shall be applied unless the SMCC's accountants shall certify in writing that the payment in question ought in their opinion to be regarded as capital expenditure but this provision shall not prevent the charity trustees from accumulating income and applying the same as income if and when they shall think fit.

**5.4** In applying the income and property of the SMCC:

(a) The funds of the SMCC may be used to settle the costs, charges and expenses arising from the formation registration and legal regulation of the SMCC.

(b) Income may be set aside as a reserve against future expenditure but only in accordance with a written policy about reserves.

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

(d) A charity trustee may benefit from trustee indemnity insurance cover purchased at the SMCC's expense in respect of any loss or liability which has been or may be incurred in connection with the exercise of that charity trustee's duties or powers in accordance with, and subject to the conditions in, section 189 of the Charities Act 2011.

5.5 None of the income or property of the SMCC may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member of the SMCC and no charity trustee shall be appointed to any office of the SMCC paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the SMCC provided that nothing in this Constitution shall prevent any payment in good faith by the SMCC:

(a) Of the usual professional charges for business done by any charity trustee who is a solicitor, accountant or other person engaged in a profession, or by any partner of his or hers, when instructed by the SMCC to act in a professional capacity on its behalf provided that at no time shall a majority of the charity trustees benefit under this provision and that a charity trustee shall withdraw from any meeting at which his or her appointment or remuneration, or that of his or her partner, is under discussion and that the amount of remuneration to be paid is agreed in advance and in writing before any such work commences.

(b) Of reasonable and proper remuneration for necessary work done by any charity trustee on behalf of the SMCC provided that the prior written approval of the Charity Commissioners has been obtained and that at no time shall a majority of the charity trustees benefit under this provision and that a charity trustee shall withdraw from any meeting at which his or her appointment or remuneration is under discussion and that the amount of remuneration to be paid is agreed in advance and in writing before any such work commences.

(c) Of reasonable and proper remuneration for any services rendered to the SMCC by any officer or servant of the SMCC who is not a charity trustee.

5.6 Nothing in this clause shall prevent the SMCC from appointing as a charity trustee an Imam of the SMCC who is an existing member of staff receiving payment for his services provided that such an appointment is unanimously agreed by all of the charity trustees.

5.7 Nothing in this clause shall prevent a charity trustee or connected person receiving any benefit or payment which is authorised by clause 6 (Benefits and payments to charity trustees and connected persons).

5.8 Nothing in this Constitution shall authorise an application of the property of the SMCC for the purposes which are not charitable in accordance with section 7 of the Charities and Trustee Investment (Scotland) Act 2005 and section 2 of the Charities Act (Northern Ireland) 2008.

## **6. Benefits and payments to charity trustees and connected persons**

### **6.1 General provisions**

No charity trustee or connected person may:

(a) Buy or receive any goods or services from the SMCC on terms preferential to those applicable to members of the public;

- (b) Sell goods, services, or any interest in land to the SMCC.
- (c) Be employed by, or receive any remuneration from, the SMCC
- (d) Receive any other financial benefit from the SMCC:

unless the payment or benefit is permitted by sub-clauses 5.5 and 5.6 above or sub-clause 6.2 below or authorised by the court or the Charity Commission. In this clause, a “financial benefit” means a benefit, direct or indirect, which is either money or has a monetary value.

## **6.2 Scope and powers permitting charity trustees’ or connected persons’ benefits**

- (a) A charity trustee or connected person may receive a benefit from the SMCC as a beneficiary of the SMCC provided that it is available generally to the beneficiaries of the SMCC.
- (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 SMCC where that is permitted in accordance with and subject to the conditions in sections 185 to 188 of the Charities Act 2011.
- (c) Subject to sub-clause 6.3 below a charity trustee or connected person may provide the SMCC with goods that are not supplied in connection with services provided to the SMCC by the charity trustee or connected person.
- (d) A charity trustee or connected person may not receive interest on money lent to the SMCC.
- (e) A charity trustee or connected person may receive rent for premises let by the charity trustee or connected person to the SMCC. 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 SMCC on the same terms as members of the public.

## **6.3 Payment for supply of goods only controls**

The SMCC and its charity trustees may only rely upon the authority provided by sub-clause 6.2(c) above if each of the following conditions is satisfied:

- (a) The amount or maximum amount of the payment for the goods is set out in a written agreement between the SMCC and the charity trustee or connected person supplying the goods (“the supplier”).
- (b) The amount or maximum amount of the payment for the goods does not exceed what is reasonable in the circumstances for the supply of the goods in question.



- (c) The other charity trustees are satisfied that it is in the best interests of the SMCC to contract with the supplier rather than with someone who is not a charity trustee or connected person. In reaching that decision the charity trustees must balance the advantage of contracting with a charity trustee or connected person against the disadvantages of doing so.
- (d) The supplier is absent from the part of any meeting at which there is discussion of the proposal to enter into a contract or arrangement with him or her or it with regard to the supply of goods to the SMCC.
- (e) The supplier does not vote on any such matter and is not to be counted when calculating whether a quorum of charity trustees is present at the meeting.
- (f) The reason for their decision is recorded by the charity trustees in the minute book.
- (g) A majority of the charity trustees then in office are not in receipt of remuneration or payments authorised by this clause 6.

**6.4** In sub-clauses 6.2 and 6.3 above:

- (a) “The SMCC” includes any company in which the SMCC:
  - (i) Holds more than 50% of the shares; or
  - (ii) Controls more than 50% of the voting rights attached to the shares; or
  - (iii) Has the right to appoint one or more directors to the board of the company;
- (c) “Connected person” includes any person within the definition set out in clause 33 (Interpretation).

## **7. Conflicts of interest and conflicts of loyalty**

**7.1** A charity trustee must:

- (a) Declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the SMCC or in any transaction or arrangement entered into by the SMCC which has not previously been declared and;
- (b) Absent himself or herself from any discussions of the charity trustees in which it is possible that a conflict of interest will arise between his or her duty to act solely in the interests of the SMCC and any personal interest (including but not limited to any financial interest).

**7.2** If a conflict of interests arises for a charity trustee because of a duty of loyalty owed to another organisation or person and the conflict is not authorised by virtue of any other provision in this Constitution, the un-conflicted charity trustees may authorise such a conflict of interests where the following conditions apply:

- (a) The conflicted charity trustee is absent from the part of the meeting at which there is discussion of any arrangement or transaction affecting that other organisation or person.
- (b) The conflicted charity trustee does not vote on any such matter and is not to be counted when considering whether a quorum of charity trustees is present at the meeting and;
- (c) The un-conflicted charity trustees consider it is in the interests of the charity to authorise the conflict of interests in the circumstances applying.
- (d) A conflict of interests arising because of a duty of loyalty owed to another organisation or person only refers to such a conflict which does not involve a direct or indirect benefit of any nature to a charity trustee or to a connected person.

7.3 Any charity trustee absenting himself or herself 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 trustees on the matter.

## **8. Liability of members to contribute to the assets of the SMCC if it is wound up**

8.1 If the SMCC is wound up, each local community member and the trustee of the SMCC is liable to contribute to the assets of the SMCC such amount (but not more than £10) as may be required for payment of the debts and liabilities of the SMCC contracted before that person ceases to be a member, for payment of the costs, charges and expenses of winding up, and for adjustment of the rights of the contributing members among themselves.

8.2 In sub-clause 8.1 above “member” includes any person who was a member of the SMCC within 12 months before the commencement of the winding up.

8.3 But subject to that, the members of the SMCC have no liability to contribute to its assets if it is wound up, and accordingly have no personal responsibility for the settlement of its debts and liabilities beyond the amount that they are liable to contribute.

## **9. Charity trustees**

### **9.1 Functions and duties of charity trustees**

The charity trustees shall manage the affairs of the SMCC and may for that purpose exercise all the powers of the SMCC. It is the duty of each charity trustee:

- (a) To exercise his or her powers and to perform his or her functions in his or her capacity as a charity trustee of the SMCC in the way he or she decides in good faith would be most likely to further the purposes of the SMCC and
- (b) To exercise, in the performance of those functions, such care and skill as is reasonable in the circumstances having regard in particular to:
  - (i) Any special knowledge or experience that he or she has or holds himself or herself out as having; and
  - (ii) If he or she acts as a charity trustee of the SMCC in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession.

### **9.2 Eligibility for charity trusteeship**

- (a) Every charity trustee must be a natural person and a Muslim who follows the Sunni school of thought and his or her appointment shall be conditional on his or her agreeing to follow and honour the guidance of the *Qur'an* and the *Sunnah* of the Prophet Muhammad, may the blessings and peace of Allah be on him.
- (b) Every charity trustee must be a resident within Hertfordshire, or if the charity trustees wish to appoint someone who lives outside Hertfordshire as a charity trustee, then this person must be able to establish an association with The SMCC and must be unanimously appointed by all of the charity trustees.
- (c) No individual may be appointed as a charity trustee of the SMCC:
  - (i) If he or she is under the age of 18 years; or
  - (ii) If he or she would automatically cease to hold office under the provisions of sub-clause 12.1(f) below.

- (d) Local community member (non-voting) of the SMCC for a minimum period of 10 years.
- (e) No one is entitled to act as a charity trustee whether on appointment or on any re-appointment until he or she has expressly acknowledged his or her acceptance of the office of charity trustee in accordance with sub-clause 10(d) below.

### **9.3 Number of charity trustees**

- (a) There should be not less than **seven** nor more than **twelve** appointed charity trustees;
- (b) There must be at least **seven** charity trustees. If the number falls below this minimum, the remaining charity trustee or trustees may act only to call a meeting of the charity trustees, or appoint a new charity trustee.
- (c) The maximum number of charity trustees that can be appointed is as provided in sub-clause 9.3(a) above. No charity trustee appointment may be made in excess of these provisions.

### **9.4 Charity trustees**

The founding charity trustees will replace the SMCC existing Executive Committee where the committee members fulfil the conditions outlined in section 9.2.

The names of proposed charity trustees are outlined in Appendix 1.

### **9.5 Appointment of Chairperson of charity trustees**

- (a) Chairperson shall be agreed by the founding charity trustees.
- (b) Where the charity trustees wish to discharge an existing Chairperson and to appoint a new Chairperson, then any such discharge or appointment shall be made by at least a **two thirds** majority resolution of all of the existing charity trustees.

## **10. Appointment and discharge of charity trustees**

- (a) The power of appointing new charity trustees and discharging existing charity trustees shall be vested in the surviving or continuing charity trustees for the time being (excluding any retiring charity trustee).
- (b) In the event of ceasing to be a charity trustee, none of the founding charity trustees named in Clause 9.4 above will be permitted to transfer their trusteeship to any other person and no two newly appointed future trustees may be from the same family.
- (c) Apart from the founding charity trustees, all subsequent charity trustee must be appointed or discharged by at least a **two thirds** majority resolution passed at a properly convened meeting of the charity trustees.
- (d) Without prejudice to any other power of appointing new charity trustees and discharging existing charity trustees whether contained elsewhere in this Constitution or conferred by statute or otherwise a new charity trustee may be appointed and an existing charity trustee may be discharged by at least a **two thirds** majority resolution passed at a meeting of the charity trustees and whenever a charity trustee is so appointed or discharged a memorandum of his or

her appointment or discharge shall be prepared and signed by the person presiding at such meeting and attested by the two signatories appointed and authorised so to act under sub-clause 4.3(b) above.

- (e) Every new charity trustee shall before acting as a charity trustee sign a declaration of acceptance and of willingness to act as a charity trustee.
- (f) As well as appointing a chairperson in accordance with sub-clause 9.5 above, the charity trustees shall appoint from amongst themselves in accordance with sub-clause 15.3(c) below the following office bearers:
  - (i) Secretary
  - (ii) Treasurer
- (g) In selecting individuals for appointment as charity trustees and office bearers, the charity trustees must have regard to the skills, knowledge and experience needed for the effective administration of the SMCC.
- (h) The trustees shall conduct a review of the suitability of the current trustees and office holders every 3 years.

## **11. Information for new charity trustees**

**11.1** All charity trustees should be provided copies of bank statements of all bank accounts for SMCC and any cash deposited before meetings.

**11.2** All charity trustees should be sent copy of official SMCC communications with any outside organizations or person.

**11.3** The charity trustees will make available to each new charity trustee, on or before his or her first appointment:

- (a) A copy of the current version of this Constitution; and
- (b) A copy of the SMCC's latest Trustees' Annual Report and statement of accounts.

## **12. Retirement and removal of charity trustees**

**12.1** A charity trustee ceases to hold office if he or she:

- (a) Retires by notifying the SMCC in writing (but only if enough charity trustees will remain in office when the notice of resignation takes effect to form a quorum for meetings).
- (b) Is absent without the permission of the charity trustees from all their meetings held within a period of **one year** and the charity trustees resolve by at least a **two thirds** majority resolution that his or her office be vacated.
- (c) Dies.
- (d) In the written opinion, given to the SMCC, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a charity trustee and may remain so for more than six months.
- (e) Acts or is perceived to act against the objects and interests of the SMCC and subject to a proper investigation by the charity trustees, the charity trustees resolve by at least a **two thirds** majority resolution that his or her office be vacated.

(f) Is disqualified from acting as a charity trustee by virtue of sections 178-180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).

**12.2** Any removal of a trustee in accordance with sub-clauses 12.1(b) or 12.1(e) above shall only take effect once the person concerned has:

- (a) Had a reasonable opportunity to be heard by the charity trustees (accompanied by a colleague if so desired) before a final decision is made; and
- (b) Notice in writing of any such decision signed by two of the signatories appointed and authorised so to act under sub-clause 4.3(b) above has been served either in person or by sending it by first class post in an envelope addressed to the person concerned at their last known address.

**12.3** Subject to clause 10 (Appointment and discharge of charity trustees) and this clause 12 (Retirement and removal of charity trustees), any person retiring as a charity trustee is eligible for reappointment.

### **13. Taking of decisions by charity trustees**

**13.1** Any decision of the charity trustees may be made:

- (a) Either at a meeting of the charity trustees; or
- (b) By resolution in writing or electronic form agreed by majority of the charity trustees, which may comprise either a single document or several documents containing the text of the resolution in like form to each of which one or more charity trustees has signified their agreement.

### **14. Delegation by charity trustees**

**14.1** The charity trustees may delegate any of their powers or functions to a committee or committees, including the Management Committee as hereinafter provided and if they do, they shall determine the terms and conditions on which the delegation is made. The charity trustees may at any time alter those terms and conditions or revoke the delegation.

**14.2** This power is in addition to the power of delegation in the General Regulations and any other power of delegation available to the charity trustees, but is subject to the following requirements.

- (a) Subject to clause 16 (Management Committee), a committee may consist of two or more persons, but at least one member of each committee must be a charity trustee.
- (b) The acts and proceedings of any committee must be brought to the attention of the charity trustees as a whole as soon as is reasonably practicable; and
- (c) The charity trustees shall from time to time as they see fit review the arrangements which they have made for the delegation of their powers.

### **15. Meetings of charity trustees**

**15.1** Calling meetings

- (a) Only the Chairperson, or Secretary may call a meeting of the charity trustees to be held at a mutually agreed time and place.

- (b) Chairperson or secretary must call a meeting within a week when majority of the charity trustees ask for an urgent meeting in writing.
- (c) Subject to this, the charity trustees shall decide how their meetings are to be called, and what notice is required.

### **15.2 Chairing of meetings**

With reference to sub-clause 9.5 above, in the event that the Chairperson is not present at a meeting, the charity trustees who are present shall appoint one of their number to chair that meeting and as such he or she shall have a casting vote. An extra vote will be given by the chairperson to decide an issue when the votes on each side are equal.

### **15.3 Procedure at meetings**

- (a) No decision shall be taken at a meeting unless a quorum is present at the time when the decision is taken. The quorum is **four** charity trustees, or such larger number as the charity trustees may decide from time to time.
- (b) A charity trustee shall not be counted in the quorum present when any decision is made about a matter upon which he or she is not entitled to vote.
- (c) The charity trustees shall always seek consensus in their decisions, but where there is not unanimous agreement between all of the charity trustees present at any meeting on any matter requiring a decision then subject to sub-clause 9.5 above and clauses 10 (Appointment and discharge of charity trustees), 12 (Retirement and removal of charity trustees) and 19 (Decisions which must be made by the members of the SMCC), questions arising at any meeting shall be decided by the person chairing the meeting, but only after the matter in question has been fully discussed by all the charity trustees present thereat.
- (d) Subject only to clauses 9 (Charity trustees), 10 (Appointment and discharge of charity trustees), 12 (Retirement and removal of charity trustees) and 19 (Decisions which must be made by the members of the SMCC), all decisions and resolutions of the charity trustees shall be subject to the approval of the Chairperson which shall be deemed to have been given unless it is specifically withdrawn.
- (e) Subject to sub-clauses 15.3(a)-(d) above, any decision or resolution of the charity trustees may be rescinded or varied from time to time by them.

### **15.4 Participation in meetings by electronic means**

- (a) With reference to sub-clause 4.25 above, a meeting may be held by suitable electronic means agreed by the charity trustees in which each participant may communicate with all the other participants provided always that everyone involved can at least hear each other speak simultaneously.
- (b) Any charity trustee participating at a meeting by suitable electronic means agreed by the charity trustees in which a participant or participants may communicate with all the other participants shall qualify as being present at the meeting.
- (c) Meetings held by electronic means must comply with rules for meetings, including chairing and the taking of minutes.

## **16. Management Committee**

**16.1** The charity trustees shall have power only by at least a **two thirds** majority resolution of all of the charity trustees to appoint members who are not charity trustees to a committee

of management (hereinafter called the Management Committee) and to delegate to any such members any of the administrative powers and discretions vested in them under the terms of this Constitution as may for the time being be permitted in law (with any consents as by law required) and in particular shall have power without prejudice to the generality of the said power of delegation to delegate to any such members of the Management Committee any of the following powers and discretions (all of which shall be exercisable by the charity trustees themselves but without prejudice to the generality of the powers and discretions vested in them by this Constitution and by law) that is to say:

- (a) To assist in receiving money funds contributions donations legacies subscriptions grants and gifts on behalf of the charity trustees.
- (b) To assist in the day to day administration of the SMCC and its Centre and any of its projects.
- (c) To assist in making and from time to time rescinding or varying such rules and regulations for the management and conduct of any premises for the time being owned or used by the SMCC.
- (d) To assist in appointing any teaching and administrative staff or other employee or voluntary worker working for the SMCC or its Centre or any of its projects.
- (e) Subject to sub-clauses 4.13 and 4.14 above on behalf of the SMCC and its Centre and any of its projects to enter into contracts incur credit and borrow money provided always that;
- (f) All of the charity trustees are members of the Management Committee;
- (g) All of the members of the Management Committee shall be Muslims who follow the Sunni school of thought;
- (h) With reference to sub-clauses 9.5 and 10(e) above, the office bearers of the charity trustees are the office bearers of the Management Committee; and
- (i) At all times the charity trustees shall remain legally responsible for the overall administration supervision and management of the SMCC and its Centre and its projects.

**16.2** In carrying out and fulfilling the functions delegated to it, and with reference to clause 15 (Meetings of charity trustees), the Management Committee:

- (a) Shall follow the same procedure at its meetings as do the charity trustees at their meetings.
- (b) May make and implement decisions provided always that all such decisions shall be subject to the approval of the charity trustees.

**16.3** The Management Committee may arrange and hold its meetings as and when needed provided that:

- (a) At least one charity trustee is present; and
- (b) At least **half** of its members who are not charity trustees are present.

**16.4** The charity trustees may permit all or any such members of the Management Committee who are not charity trustees to attend any meeting of the charity trustees as they shall in their absolute discretion think fit for the purposes of mutual consultation and advice on any matter.

**16.5** With reference to clause 18 (Informal or associate (non-voting) membership), where a matter to be discussed or a decision to be made concerns a majority of the associate (non-voting) members of the SMCC, the Management Committee may arrange a local

community meeting in order to invite everyone to participate in the discussion and express their views.

**16.6** The charity trustees shall have power from time to time to vary the constitution of the Management Committee and the powers and duties of any such members who are not charity trustees, and in accordance with clause 27 (Rules) to make vary or rescind such rules and regulations regarding the meetings and functions of the Management Committee as they shall in their absolute discretion think fit and shall in any event conduct a review of the suitability of the current members of the Management Committee who are not charity trustees every **3** years.

**16.7** The charity trustees reserve the right either personally or through any member of the Management Committee or employee or other agent or servant of the SMCC to exclude indefinitely from any land or premises owned by or occupied for the objects of the SMCC or its Centre or its projects anyone who causes or attempts to cause at any time any disruption or breach of the peace in or near the said land or premises.

### **17. Membership of the SMCC**

Membership of SMCC shall consist of voting members and non-voting members

**17.1** The only voting members of the SMCC shall be its charity trustees. Voting membership of the SMCC cannot be transferred to anyone else.

**17.2** Any charity trustee who ceases to be a charity trustee automatically ceases to be a voting member of the SMCC.

### **18. Informal or associate (non-voting) membership**

**18.1** With reference to clause 27 (Rules), the charity trustees may make rules regarding associate or other classes of non-voting membership, including:

(a) “Local community members of SMCC”;

(b) “Friends of SMCC”; and

(c) “Honorary patrons of SMCC” and may determine the rights and obligations of any such members (including payment of membership fees), and the conditions for admission to, and termination of membership of any such class of members provided always:

(d) That only Muslims who are resident in Hertfordshire, England, may be “**local community members** of SMCC”; and

(e) That “friends of SMCCC” (including any individual or organisation) may be Muslim or non-Muslim; and

(f) That such rules shall not in any way operate so as to affect adversely or derogate from the charitable nature of the objects of the SMCC nor shall they authorise the expenditure of the SMCC’s resources or the application of the whole or any part thereof (whether as to income or capital) otherwise than exclusively for the charitable objects of the SMCC.

**18.2** The charity trustees may in their discretion and without having to give any reason:

(a) Approve or reject applications for associate (non-voting) membership; and

(b) For good and sufficient reason terminate the membership of any associate (non-voting) member.

**18.3** Any such termination of membership of any associate (non-voting) member shall only take effect once the individual concerned has:



- (a) Had a reasonable opportunity to be heard by the charity trustees (accompanied by a colleague if so desired) before a final decision is made; and
- (b) Notice in writing of any such decision signed by two of the signatories appointed and authorised so to act under sub-clause 4.3(b) above has been served either in person or by sending it by first class post in an envelope addressed to the member at their last known address.

**18.4** With reference to sub-clause 16.5 above, where the Management Committee has arranged a local community meeting, all members and associate (non-voting) members shall be invited to attend in order to participate in the discussion and express their views.

**18.5** At any such local community meeting:

- (a) Everyone shall be permitted to speak; and
- (b) Everyone shall be permitted to indicate either their support or opposition to a proposed course of action or undertaking by a show of hands; **but**
- (c) Any decision to be made after this consultation has taken place shall be made either by the charity trustees or by the Management Committee, subject to the approval of the charity trustees.

**18.6** Other references in this Constitution to “members” and “membership” do not apply to associate (non-voting) members – and associate (non-voting) members do not qualify as members for any purpose under the Charities Acts, General Regulations or Dissolution Regulations.

## **19. Decisions which must be made by the trustees as voting members of the SMCC**

**19.1** Any decision to:

- (a) Amend the Constitution of the SMCC.
- (b) Amalgamate the SMCC with, or transfer its undertaking to, one or more other CIOs, in accordance with the Charities Act 2011; or
- (c) Wind up or dissolve the SMCC (including transferring its business to any other charity) must be made by a resolution of the **local community members** of the SMCC (rather than by a resolution of the charity trustees).

**19.2** Decisions of the local community members may be made either:

- (a) By resolution at a general meeting; or
- (b) By resolution in writing, in accordance with sub-clause 19.4 below.

**19.3** Any decision specified in sub-clause 19.1 above must be made in accordance with the provisions of clause 29 (Amendment of Constitution), or clause 30 (Voluntary winding up or dissolution), or the provisions of the Charities Act 2011, or the General Regulations or the Dissolution Regulations as applicable. Those provisions require the resolution to be agreed by a 75% majority of those members voting at a general meeting, or agreed by all members in writing.

**19.4** Except where a resolution in writing must be agreed by all the members, such a resolution may be agreed by a simple majority of all the members who are entitled to vote on it. Such a resolution shall be effective provided that:

- (a) A copy of the proposed resolution has been sent to all the members eligible to vote; and
- (b) The required majority of members has signified its agreement to the resolution in a document or documents which are received at the principal office within the period of 28 days beginning with the circulation date. The document signifying a

member's agreement must be authenticated by their signature, by a statement of their identity accompanying the document, or in such other manner as the SMCC has specified.

**19.5** A resolution in writing may comprise several copies to which one or more members has signified their agreement. Eligibility to vote on the resolution is limited to members who are members of the SMCC on the date when the proposal is first circulated.

## **20. General meetings of local community members**

### **20.1 Calling of general meetings of members**

The charity trustees may designate any of their meetings as a general meeting of the **local community members** of the SMCC. The purpose of such a meeting is to discharge any business which must by law be discharged by a resolution of the **local community members** of the SMCC as specified in clause 19 (decisions which must be made by the **local community members** of the SMCC) rather than by a resolution of the charity trustees.

### **20.2 Notice of general meetings of voting and non-voting members**

- (a) The minimum period of notice required to hold a general meeting of the **voting and non-voting members** of the SMCC is 14 days.
- (b) Except where a specified period of notice is strictly required by another clause in this Constitution, by the Charities Act 2011 or by the General Regulations, a general meeting may be called by shorter notice if it is so agreed by a majority of the members of the SMCC.
- (c) The SMCC may give notice either personally or by sending it by first class post in a prepaid envelope addressed to the person at his or her last known address or by leaving it at that address or by sending it in electronic form to the person's address.
- (d) Proof that an envelope containing a notice was properly addressed, prepaid and posted to the person at his or her last known address or by leaving it at that address shall be conclusive evidence that the notice was given. Notice shall be deemed to be given 48 hours after it was posted.
- (e) Any notice sent by means of electronic transmission including fax or email shall be confirmed as having been received provided receipt is acknowledged by the person to whom it was sent.
- (f) A member present in person at any meeting of the SMCC shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.

### **20.3 Procedure at general meetings of voting and non-voting members**

The provisions in sub-clauses 15.2 – 15.4 above governing the chairing of meetings, procedure at meetings and participation in meetings by electronic means apply to any general meeting of the members, with all references to charity trustees to be taken as references to members.

### **20.4 Proxy voting**

- (a) Any member of the SMCC may appoint another person as a proxy (provided prior unanimous approval is obtained from all of the members) to exercise all or any of that member's rights to attend, speak and vote at a general meeting of the SMCC. Proxies must be appointed by a notice in writing (a "proxy notice") which:
  - (i) States the name and address of the member appointing the proxy;

- (ii) Identifies the person appointed to be that member's proxy and the general meeting in relation to which that person is appointed.
  - (iii) Is signed by or on behalf of the member appointing the proxy, or is authenticated in such manner as the SMCC may determine; and
  - (iv) Is delivered to the SMCC in accordance with the Constitution and any instructions contained in the notice of the general meeting to which they relate.
- (b) The SMCC may require proxy notices to be delivered in a particular form, and may specify different forms for different purposes.
- (c) Proxy notices may (but do not have to) specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions.
- (d) Unless a proxy notice indicates otherwise, it must be treated as:
- (i) Allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the meeting; and
  - (ii) Appointing that person as a proxy in relation to any adjournment of the general meeting to which it relates as well as the meeting itself.
- (e) A member who is entitled to attend, speak or vote (either on a show of hands or on a poll) at a general meeting remains so entitled in respect of that meeting or any adjournment of it, even though a valid proxy notice has been delivered to the SMCC by or on behalf of that member.
- (f) An appointment under a proxy notice may be revoked by delivering to the SMCC a notice in writing given by or on behalf of the member by whom or on whose behalf the proxy notice was given.
- (g) A notice revoking a proxy appointment only takes effect if it is delivered before the start of the meeting or adjourned meeting to which it relates.
- (h) If a proxy notice is not signed or authenticated by the member appointing the proxy, it must be accompanied by written evidence that the person who signed or authenticated it on that member's behalf had authority to do so.

## **21. Saving provisions**

**21.1** Subject to sub-clause 21.2 below, all decisions of the charity trustees, or of a committee of charity trustees, shall be valid notwithstanding the participation in any vote of a charity trustee:

- (a) Who was disqualified from holding office.
- (b) Who had previously retired or who had been obliged by the Constitution to vacate office.
- (c) Who was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise if, without the vote of that charity trustee and that charity trustee being counted in the quorum, the decision has been made by a majority of the charity trustees at a quorate meeting.

**21.2** Sub-clause 21.1 above does not permit a charity trustee to keep any benefit that may be conferred upon him or her by a resolution of the charity trustees or of a committee of charity trustees if, but for sub-clause 21.1 above, the resolution would have been void, or if the charity trustee has not complied with clause 7 (Conflicts of interest).

### **21.3 Indemnity**

- (a) In the exercise of the powers and duties contained herein and in the execution of the trusts hereof no charity trustee shall be liable for any loss to the property of the SMCC arising by any improper investment made in good faith or for the negligence or fraud of any agent or servant employed by the SMCC in good faith although the employment of such agent was strictly not necessary or by reason of any mistake or omission made in good faith by any charity trustee or by reason of any other matter or thing except wilful and individual fraud or wrongdoing or wrongful omission on the part of the charity trustee who was sought to be made liable.
- (b) Subject to the provisions of the Charities Act 2011 every charity trustee or other officer or auditor of the SMCC shall be indemnified out of the assets of the SMCC against any liability incurred by him or her in that capacity in defending any proceedings, whether civil or criminal, in which judgement is given in his or her favour or in which he or she is acquitted or in connection with any application in which relief is granted to him or her by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the SMCC.

### **22. Execution of documents**

- 22.1** The SMCC shall execute documents either by signature or by affixing its seal (if it has one).
- 22.2** With reference to sub-clause 4.3(b) above a document is validly executed by signature if it is signed by the Chairperson and one other charity trustee.
- 22.3** If the SMCC has a seal:
  - (a) It must comply with the provisions of the General Regulations; and
  - (b) The seal must only be used by the authority of the charity trustees or of a committee of charity trustees duly authorised by the charity trustees. The charity trustees may determine who shall sign any document to which the seal is affixed and unless otherwise so determined it shall be signed by **two** charity trustees.

### **23. Use of electronic communications**

#### **23.1 General**

The SMCC will comply with the requirements of the Communications Provisions in the General Regulations and in particular:

- (a) The requirement to provide within 21 days to any member on request a hard copy of any document or information sent to the member otherwise than in hard copy form.
- (b) Any requirements to provide information to the Charity Commission in a particular form or manner.

#### **23.2 To the SMCC**

Any local community member or charity trustee of the SMCC may communicate electronically with the SMCC to an address specified by the SMCC for the purpose, so long as the communication is authenticated in a manner which is satisfactory to the SMCC.

#### **23.3 By the SMCC**

- (a) Any **local community** member or charity trustee of the SMCC, by providing the SMCC with his or her email address or similar, is taken to have agreed to receive communications from the SMCC in electronic form at that address, unless the member has indicated to the SMCC his or her unwillingness to receive such communications in that form.
- (b) The charity trustees may, subject to compliance with any legal requirements, by means of publication on its website:
  - (i) Provide the **local community** members with the notice referred to in sub-clause 20.2 (Notice of general meetings).
  - (ii) Give charity trustees notice of their meetings in accordance with sub-clause 15.1 (Calling meetings); and
  - (iii) Submit any proposal to the members or charity trustees for decision by written resolution or postal vote in accordance with the SMCC's powers under clause 14 (Charity Trustees' decisions), clause 19 (Members' decisions), sub-clause 19.4 (Decisions taken by resolution in writing) or sub-clause 20.4 (Proxy voting).
- (c) The charity trustees must:
  - (i) Take reasonable steps to ensure that members and charity trustees are promptly notified of the publication of any such notice or proposal and;
  - (ii) Send any such notice or proposal in hard copy form to any member or charity trustee who has not consented to receive communications in electronic form.
- (d) The Management Committee may, subject to compliance with any legal requirements, by means of publication on its website:
  - (i) Give the Management Committee notice of its meetings in accordance with sub-clause 16.3 above and;
  - (ii) Give **local community members** (non-voting) notice of local community meetings in accordance with sub-clause 16.5 above.

## **24. Keeping of Registers**

The SMCC must comply with its obligations under the General Regulations in relation to the keeping of, and provision of access to, a (combined) register of all its members including local community members, friends of SMCC, honorary patrons of SMCC and charity trustees.

## **25. Minutes**

**25.1** The charity trustees must keep minutes of all:

- (a) Meetings of the charity trustees and committees of charity trustees (including the Management Committee) including:
  - (i) The names of those present at each meeting;
  - (ii) The decisions made at each meeting; and
  - (iii) Where appropriate the reasons for the decisions;
- (b) Appointments of office holders made by the charity trustees.
- (c) Decisions made by the charity trustees and committees of charity trustees (including the Management Committee) otherwise than in meetings; and

- (d) Proceedings at general meetings of members of the SMCC which shall be signed by the chairperson at the conclusion of each meeting or at some future meeting if the minutes shall have been duly confirmed.

## **26. Accounting records, accounts, annual reports and returns, register maintenance**

**26.1** The charity trustees must comply with the requirements of the Charities Act 2011 with regard to the keeping of accounting records, to the preparation and scrutiny of statements of account, and to the preparation of annual reports and returns. The statements of account, reports and returns must be sent to the Charity Commission, regardless of the income of the SMCC, within 10 months of the financial year end, which shall be the 31 December.

**26.2** The charity trustees must comply with their obligation to inform the Charity Commission within 28 days of any change in the particulars of the SMCC entered on the Central Register of Charities.

## **27. Rules**

**27.1** The charity trustees may from time to time make such reasonable and proper rules or standing orders as they may deem necessary or expedient for the proper conduct and management of the SMCC and its Centre and its projects, and may vary or rescind such rules or standing orders as they see fit, but such rules or standing orders must not be inconsistent with any provision of this Constitution. Copies of any such rules or standing orders currently in force must be made available to any member of the SMCC on request.

**27.2** In making such rules and standing orders under sub-clause 27(a) above the charity trustees may delegate to anyone working for the SMCC such matters relating to the day to day management of the SMCC and any of its projects as they shall in their absolute discretion think fit.

## **28. Disputes**

If a dispute arises between members of the SMCC 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 either mediation or arbitration, any arbitrator to be jointly accepted by the parties, before resorting to litigation.

## **29. Amendment of Constitution**

As provided by sections 224-227 of the Charities Act 2011:

**29.1** This Constitution can only be amended:

- (a) By resolution agreed in writing by all local community members and charity trustees of the SMCC or
- (b) By a resolution passed by a 75% majority of those voting at a general meeting of the members of the SMCC called in accordance with clause 19 (General meetings of members).

**29.2** Any alteration of clause 3 (Objects), clause 30 (Voluntary winding up or dissolution), clause 32 (Jurisdiction), this clause, or of any provision where the alteration would provide authorisation for any benefit to be obtained by charity trustees or local community members of the SMCC or persons connected with them, requires the prior written consent of the Charity Commission.

**29.3** No amendment that is inconsistent with the provisions of the Charities Act 2011 or the General Regulations shall be valid.

**29.4** A copy of every resolution amending the Constitution, together with a copy of the SMCC's Constitution as amended must be sent to the Charity Commission by the end of the period of 15 days beginning with the date of passing of the resolution, and the amendment does not take effect until it has been recorded in the Register of Charities.

**29.5** In any event the trustees shall conduct a review of the Constitution every 3 years.

### **30. Voluntary winding up or dissolution**

**30.1** As provided by the Dissolution Regulations, the SMCC may be dissolved by resolution of its members. Any decision by the members to wind up or dissolve the SMCC can only be made:

(a) At a general meeting of the members of the SMCC called in accordance with clause 20 (General meetings of members), of which not less than 14 days notice has been given to those eligible to attend and vote.

(i) By a resolution passed by a 75% majority of those voting.

(ii) By a resolution passed by decision taken without a vote and without any expression of dissent in response to the question put to the general meeting;  
or

(d) By a resolution agreed in writing by all members of the SMCC.

**30.2** Subject to the payment of all the SMCC's debts:

(a) Any resolution for the winding up of the SMCC, or for the dissolution of the SMCC without winding up, may contain a provision directing how any remaining assets of the SMCC shall be applied.

(b) If the resolution does not contain such a provision, the charity trustees must decide how any remaining assets of the SMCC shall be applied.

(c) In either case the remaining assets must be applied for charitable purposes the same as or similar to those of the SMCC.

**30.3** The SMCC must observe the requirements of the Dissolution Regulations in applying to the Charity Commission for the SMCC to be removed from the Register of Charities, and in particular:

(a) The charity trustees must send with their application to the Charity Commission:

(i) A copy of the resolution passed by the members of the SMCC.

(ii) A declaration by the charity trustees that any debts and other liabilities of the SMCC have been settled or otherwise provided for in full; and

(iii) A statement by the charity trustees setting out the way in which any property of the SMCC has been or is to be applied prior to its dissolution in accordance with this Constitution.

(b) The charity trustees must ensure that a copy of the application is sent within seven days to every member and employee of the SMCC, and to any charity trustee of the SMCC who was not privy to the application.

**30.4** If the SMCC is to be wound up or dissolved in any other circumstances, the provisions of the Dissolution Regulations must be followed.

### **31. General**

- (a) The decisions and actions of the charity trustees shall at all times be in accordance with and within the boundaries laid down by the *Noble Qur'an* and the *Sunnah* of the Prophet Muhammad, (pbuh), as understood by the Sunni schools of thought.
- (b) The decisions and actions of the charity trustees shall at all times be governed by the relevant laws of England and where any of the SMCC's activities take place in countries other than England the relevant laws of these countries are to be respected and obeyed.

### **32. Jurisdiction**

This Constitution shall be construed and administered in accordance with the law of England and Wales.

### **33. Interpretation**

Section 118 of the Charities Act 2011 applies for the purposes of interpreting the terms used in this Constitution. In this Constitution:

**“Charity Commission”** means the Charity Commission for England and Wales.

**“the objects”** means the principal objects set out in this Constitution.

**“connected person”** means.

- (a) A child, parent, grandchild, grandparent, brother or sister of the charity trustee.
- (b) The spouse or civil partner of the charity trustee or of any person falling within sub-clause 33.(a) above.
- (c) A person carrying on business in partnership with the charity trustee or with any person falling within sub-clause 33.(a) or 33.(b) above.
- (d) An institution which is controlled:
  - (i) By the charity trustee or any connected person falling within sub-clauses 33.(a), 33.(b), or 33.(c) above; or
  - (ii) By two or more persons falling within sub-clause 33.(d)(i) above, when taken together.
- (e) A body corporate in which:
  - (i) The charity trustee or any connected person falling within sub-clauses 33.(a), 33.(b), or 33.(c) above has a substantial interest; or
  - (ii) Two or more persons falling within sub-clause 33.(e)(i) above who, when taken together, have a substantial interest.

**“General Regulations”** means the Charitable Incorporated Organisations (General) Regulations 2012.

**“Dissolution Regulations”** means the Charitable Incorporated Organisations (Insolvency and Dissolution) Regulations 2012.

**“Communications Provisions”** means the Communications Provisions in Part 10, Chapter 4 of the General Regulations.

**“address”** means a postal address or, for the purposes of electronic communication, a fax number, an e-mail or postal address or a telephone number for receiving text messages in each case registered with the SMCC.

**“charity trustee”** means a charity trustee of the SMCC.



“**clear days**” in relation to the period of a notice means a period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect.

“**document**” includes, unless otherwise specified, any document sent or supplied in electronic form.

“**executed**” includes any mode of execution.

“**Muslim**” means a person who believes that.

(a) Only Allah alone without any partner should be worshipped, in accordance with the **Noble Qur’an** and the **Sunnah of the Prophet Muhammad** (peace and blessings of Allah be upon him)... Belief in the “**SHAHADA**”

(b) The Noble *Qur’an* is the word of Allah and the final revelation from Allah to mankind, revealed through the Angel Jibril to the Prophet Muhammad, may Allah bless him and grant him peace.

(c) The Prophet Muhammad (pbuh) is the final Prophet and Messenger to be sent by Allah to mankind;

“**Sunni school of thought**” means the Sunni madhhabs which:

(a) Follow the teachings of the *Qur’an* and the *Sunnah*; and

(b) Believe in the finality of the Prophet Muhammad, may Allah bless him and grant him peace; and

(c) Confirm the four rightly guided Khalifs, namely sayyedina Abu Bakr, sayyedina ‘Umar, sayyedina ‘Uthman and sayyedina Ali; and

(d) Confirm all of the Companions without exception, may Allah be pleased with all of them.

“**poll**” means a counted vote or ballot, usually (but not necessarily) in writing;

“**the seal**” means the common seal of the SMCC if it has one;

“**Great Britain**” means England, Scotland and Wales and their associated islands;

“**the United Kingdom**” means Great Britain and Northern Ireland;

words importing the masculine gender only shall include the feminine gender and vice versa; and

any reference to an Act of Parliament or to a Statutory Instrument includes any statutory modification or re-enactment of it for the time being in force; and

throughout this Constitution “**charitable**” means charitable in accordance with the law of England and Wales provided that it will not include any purpose which is not charitable in accordance with section 7 of the Charities and Trustee Investment (Scotland) Act 2005.

For the avoidance of doubt, the system of law governing the Constitution of the SMCC is the law of England and Wales.

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# Stevenage Muslim Community Centre

## Appendix 1.

### Members SMCC Executive Committee

Dr Sarfraz Awan	Chairperson
Mr Ajaz Ahmed	Secretary
Mr Mohamed Salam Khan	Treasurer
Dr Farrukh Shiekh	
Professor Shahid Anis Khan	
Dr Islam Majid	
Mr Forhad Choudhury	
Dr Imran Abdul Karim	