

NISHTAR MEDICAL UNIVERSITY ALUMNI SOCIETY OF THE UNITED KINGDOM (NSUK) Constitution and Rules

Adopted on 11th August 2024

1. Interpretation

In these rules where appropriate, words conveying a singular number shall include the plural and vice versa, references to any definite article and vice versa and references to any statutory provision shall include any re-enactment or modification thereof from time to time in force.

2. Name

The name of the charity is Nishtar Medical University Alumni Society of the United Kingdom (NMUAS, UK) (hereinafter called "NSUK" and Nishtar Medical University Alumni hereinafter called "NMU Alumni").

3. National location of principal office

The NSUK will have a principal office in England or Wales. The principal office of the NSUK is 19 York Road, Maidenhead SL6 1SQ.

4. Purpose

To offer Nishtar graduates in the UK a unified platform.

5. Vision

Expand the membership across the UK and globally with the intention to enhance education, research and healthcare delivered at NMU in particular and in Pakistan in general.

6. Mission

Enabling Nishtarian's to deliver excellence for the Alma Mater.

7. Objectives

The charity's prime objectives are to:

- A) Promote and recognise the need to benefit for the collective good of the NMU alumni and NMU (Nishtar medical University)/NMC (Nishtar Medical College) alma mater; primarily the NMU Alumni newly graduated (hereinafter called "the NG Alumni") without distinction of religion, sect, region, ethnic background, sex, sexual orientation, political affiliation or any other characteristic by associating together the said Alumni working locally in Pakistan and in the UK, voluntarily and through other organisations in a common effort to:

- (i) Offer NMU alumni in general and particularly the NG Alumni in the UK a unified platform;
- (ii) Advance the professional skills in all medicine disciplines for the benefit of the NMU Alumni in accordance with the statements of Continuing Professional Development for Alumni (hereinafter called "the Alumni CPD");
- (iii) Advance the medical education of the said NG Alumni;
- (iv) Provide facilities for medical education and training for skills development
- (v) Create opportunities for career progression for the NG Alumni in order to achieve occupation excellence for the benefit of neediest masses in the interest of social welfare with the object of improving their quality of life;

B) Establish or secure the establishment of an Institution(s) for furtherance of Health Education, research and Training for the NG Alumni (hereinafter called "the NS Institute") and to maintain and manage the same (whether alone or in co-operation with any local or other person or body) in furtherance of the above objectives;

C) Promote such other charitable purposes as may from time to time be determined.

D) Nothing in this constitution shall authorise an application of the property of the NSUK 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].

8. Powers

8(i). Absolute Majority Decision

The NSUK has power vested in with Executive Board (hereinafter called "EB") to do anything which is considered to further its objective[s] or is conducive or incidental to doing so through 2/3 majority vote of EB members. In particular, the NSUK has power to:

- A) Do all such other lawful things as are necessary or desirable for the achievement of the objectives of the charity in clause 7.
- B) Borrow money and to charge the whole or any part of its property as security for the repayment of the money borrowed. The NSUK must comply as appropriate with sections 124 and 125 of the Charities Act 2011, if it wishes to mortgage land;
- C) Buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;
- D) Sell, lease or otherwise dispose of all or any part of the property belonging to the NSUK. In exercising this power, the NSUK must comply as appropriate with sections 117 and 119-123 of the

Charities Act 2011;

- E) Employ and remunerate such staff as are necessary for carrying out the work of the NSUK. The NSUK may employ or remunerate a charity trustee only to the extent that it is permitted to do so by clause 16 (Benefits and payments to charity trustees and connected persons) and provided it complies with the conditions of that clause;
- F) Deposit or invest funds, employ a professional fund-manager, and arrange for the investments or other property of the NSUK 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.

8(ii). Simple Majority Decision

In furthermore of the objectives without any contravention and infringement, the Executive Board (EB) may exercise the powers by simple majority or delegation to particular committee constituted for the purpose the following decisions:

- A) At the discretion of the executive board, to raise funds and to receive contributions provided that the raising of the funds by the executive board shall not undertake any substantial permanent trading activities for the non-charitable purpose and shall conform to any relevant requirement of the law.
- B) To act as trustees of any property, endowment, legacy, bequest or gift, which may lawfully be vested in the charity.
- C) The provision of goods, services and benefits for members, employees and other persons
- D) Subject to any consent required by law to sell, lease or dispose of all or any part of property of the charity.
- E) To employ such staff as necessary for the proper pursuit of the objectives.
- F) To co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objectives or of similar charitable purposes and to exchange information and advice with them.
- G) To appoint and constitute such advisory boards as the executive board may think fit and appropriate.

9. Appointment of the Executive Board

9(i). Composition:

The EB shall consist of Elected and Nominated members of NSUK either through election or appointment. However, six (6) EB members may constitute Office Bearers and thirteen (13) Executive Regional Representatives who qualify as per Clause 11B; Connected Person for Compliance and Accounts will have permanent EB membership being expert in their field of specialism to aid the EB where

necessary with no voting rights. The EB shall comprise of 21 members and the Executive Board include the following: -

1. President
2. General Secretary
3. Joint Secretary
4. Social/Media Secretary
5. Vice President
6. Treasurer
7. Executive Regional Represented x 13 (London ¹, South East ², South West ³, East of England ⁴, Trent/East Midlands ⁵, West Midlands ⁶, North East ⁷, North West ⁸, Yorkshire & Humber ⁹, Wales ¹⁰, Scotland ¹¹, Northern Ireland ¹², Republic of Ireland ¹³)
8. Connected Person for Compliance
9. Connected Person for Accounts

9(ii). Functions:

The Executive Board (EB) shall:

- a. Act as the governing body.
- b. Implement decisions of the organisation.
- c. Collect dues, disburse funds, and prepare budgets.
- d. Arrange meetings of the Board and general assembly.
- e. Be responsible for day-to-day affairs of the NSUK.
- f. Create, appoint, and authorise standing committees.
- g. Adopt its own rules for functioning.

10. Administration

Subject to the matters set below the charity and its property shall be administered and managed harmoniously in accordance with this constitution by the members of the Executive Board, constituted by the clause-14 of this constitution ("The Executive Board")

11. Membership

- A) Membership of the charity shall be open to all NMU Alumni over the age of 18 irrespective of their colour; creed, nationality and spiritual school of thought provided they are interested in furthering the aims and objectives of the charity, by filling the prescribed application form.
- B) Those who signed up Membership form for membership of NSUK will only be eligible to cast their vote. However, in order to contest for any executive position of this charity it is mandatory for the contesting members to have continued paid membership for minimum two consecutive years.
- C) Those who are committed in establishing NSUK health education objected as a member, by paying regular monthly contributions as determined by the Executive Board from time to time.

- D) The Executive Board will be elected from Paid Members who are paying prescribed membership fee regularly by annual standing order or cash for the whole year; every member shall have one vote. The membership period is from January to December of each year.
- E) Once a person has taken up the membership and stops making payments for membership fee, if on a later stage he/she decides to re-join he/she must pay arrears in order to be considered as a member and only then will be able to stand for executive committee and have voting rights.
- F) The executive board will be appointed by the paid membership through General Election or unopposed nomination.
- G) The executive board can terminate the membership of any member if member is working against the interest of the charity.
- H) Postal votes are allowed only for exceptional circumstances and registered disable person or through electronic voting as the case may be subject to approval of EB 2/3rd majority vote.
- I) The Membership form is not amendable and will serve as a permanent document.
- J) Clause 2, 4, 5, 6 & 7 are permanent. Any effort to amend or change will result in dissolution of charity.
- K) After the first AGM all membership has to be approved by the EB.
- L) There may be associate member's category. By virtue of this provision, spouses, children or friends of Nishtar Alumni who are paid members of NSUK, can participate in social, cultural or any special occasion organised by NSUK EB on payment of fee as approved by the EB on recommendation of the sub-committee concerned towards the administrative costs of organising such event. The associate members are bound to follow the constitution, by-laws and policies of the NSUK and promise to support the NSUK to achieve its objectives. However, they can't cast vote at any occasion. Associate members can only become paid members if and only if they are over the age of 18 year and NISHTAR GRADUATES as the case may be in order to apply for general membership that have voting rights and may contest election on continuous two year paid membership.

12. Fellowship

The executive board shall have the powers to appoint as Fellow of the charity, the person who has rendered conspicuous and distinguished service to the charity or to the Medical Professional community in any capacity and whose fellowship shall be deemed advantageous, such person be appointed as fellow of the charity by a simple majority vote of the members of the executive board.

13. Honorary Officers

At the Annual General Meeting members shall elect from amongst themselves the honorary officers as per Clause 9(i) {Composition}, who shall hold office for two years from the conclusion of that meeting. The office bearers can only hold the office up to the maximum of one term i.e. 2 years.

13(1) Exceptional Clause

The outgoing President and General Secretary may continue as members of EB for next term of two years in order to maintain continuity of projects, advise and consultation to the newly elected EB to benefit the charity.

14. Executive board

- A) The executive board shall consist not less than 10 members or more than 25 members including office bearers.
- B) All the members of executive board shall retire from office on expiration of two years' term and in accordance with the 13(1) exceptional clause.
- C) As per requirement and for specified purpose members may be nominated as per clause 9(i) {Composition} from the NSUK members.

15. Determination of Executive Board

- A) Is disqualified from acting as a member of the Executive board by virtue of section 72 of the Charities Act 1993 or any statutory enhancement or modification of that provision.
- B) Becomes incapable by reason of mental disorder, illness or injury of managing and administering of his own affairs.
- C) Is absent without permissions of the executive board from three consecutive meetings and the executive board resolve that his office be vacated.
- D) Notifies the executive board a wish to resign (but if at least three members of the executive board will remain in the office when the member's resignation is to take effect).
- E) Engaged in a business, which is contravention to the objectives of the charity.

16. Executive Board Members not to be Personally Interested

- A) Subject to the provision of sub-clause (B) of this clause no member of the executive board shall acquire any interest in property belonging to the charity (other than the trustee for the charity) or receive remunerations or to be interested (other than as members of the Executive Board) in any contract entered into by executive board.
- B) Any member of the executive board for the time being who is a solicitor, consultant, accountant or any other person engaged in a profession may charge and be paid all the usual professional charges for business done by him or by his firm when instructed by the other members for the executive board to act in a professional capacity on behalf of the charity: Provided that at no time shall a majority of the members of the executive board benefit under this provision and that

a member of the executive board shall withdraw from any meeting at which his own instruction or remuneration or that of his firm is under discussion.

17. Conflicts of interest and conflicts of loyalty

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 CIO or in any transaction or arrangement entered into by the CIO 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 CIO and any personal interest (including but not limited to any financial interest).
- C) 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.

18. Meetings and proceedings of NSUK

18.1 Annual General Meeting

- A) There shall be Annual General Meeting of the charity once a year, which shall be held in the month of April or as soon as is practicable thereafter.
- B) The executive board shall call Annual General Meeting. The secretary shall give at least 21 days' notice of the Annual General Meeting to all the members of the charity. All paid members of the NSUK shall be entitled to attend and vote at the meeting. No postal votes are permissible except through Electronic Voting system as approved by the EB under exceptional circumstances except from registered disable members.
- C) There shall be QUORUM 51% of paid Members.
- D) Before any other business is transacted at the first Annual General Meeting the persons present shall appoint a chairman of the meeting. The chairman shall be the chairman of subsequent Annual General Meeting but if he is not present; before any other business is transacted the persons present shall appoint a chairman of the meeting.
- E) The executive board through the President shall present to each Annual General Meeting, the report and accounts of the charity for the preceding year.
- F) Nominations for the election to the executive board must be made by the members of the charity in writing and must be in the hands of the secretary of the executive board at least 10 days before the Annual

General Meeting. Should nominations exceed vacancies, elections shall be by ballot.

18.2 Meeting of Executive Board

- A) The Executive Board shall hold at least two ordinary meetings each year.
- B) A special meeting may be called at any time by the President or by three office bearers upon not less than 7 to 10 days' notice being given to the other members of the executive board of the matter to be discussed but if the matters include an appointment of a co-opted member, then not less than 21 days' notice be given.
- C) The President shall act as chairman at the meetings of the executive board. If the President is absent from any meetings, then vice-President will conduct meetings.
- D) There shall be quorum when at least one-third members of the executive board are present.
- E) For AGM and Special meetings is 51% of the total regular membership.
- F) Every matter shall be determined by a majority vote of the members of the executive board present and voting on the question but in case of equality of votes the chairman of the meeting shall have a casting vote.
- G) The secretary shall keep record of minutes of the proceedings at meetings of the executive board.
- H) The executive board may from time to time make and alter rules or make by laws for the conduct of their business, the summoning and conduct of their meetings and custody of their documents. No rule maybe made which is inconsistent with constitution.
- I) The executive board may appoint one or more sub-committees consisting of three or more members headed by one of the office bearers for the purpose of making inquiry or supervising or performing any function or duty which in opinion of the executive board would be more conveniently be undertaken or carried out by a subcommittee shall be fully and promptly reported to the executive board.

18.3 Special General Meeting (Extra Ordinary Meeting)

- A) The executive board may call a Special General Meeting (Extra Ordinary Meeting) of the charity at any time. If at least 1/3 of the paid membership request in writing such a meeting stating the business to be considered and secretary shall call such a meeting.
- B) At least 21 days' notice must be given. The notice must state the business to be discussed.

- C) If a no confidence is proposed against any executive board member, first that got be approved by executive board, the board will call an extra ordinary meeting giving 21 days' notice of the total paid membership and decision be taken on a simple majority vote.
- D) If no confidence proposal is succeeded, then substitute must be elected in the same meeting.
- E) The secretary or the other person specially appointed by the executive board shall keep a full record of the proceedings at every general meeting of the charity.
- F) There shall be quorum when at least 51% of the members are present at any special general meeting.

19. Finances

19.1 Accounts

The executive board shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that act) with regard to:

- A) The keeping of the accounting records of the charity.
- B) The preparation of annual statements of account for the charity.
- C) The auditing of annual statements of accounts for the charity.
- D) The transmission of the statements of account of the charity to the charity commission.

19.2 Receipts & Expenditure

The funds of the charity including donations, contributions and bequest shall be paid into an account operated by the executive board in the name of the charity at such bank, as the executive board shall time to time decide. All cheques drawn on the account must be signed by at least two out of three signatories. The funds belonging to the charity shall be applied only in furthering the objectives of the charity

19.3 Annual Report & Return

The Executive board shall comply their obligations under the Charities Act 1993 or any statutory re-enactment or modification of that act) with regard to the preparation of annual report and annual return and its transmission to the charity commission.

20. Trustees of the Property

The executive board shall appoint no less than three and no more than seven individuals as holding trustees. The holding trustees maybe removed by the executive board at their pleasure and shall act in accordance with the lawful directions of the executive board. Provided they act only in accordance with the lawful direction of the executive board, therefore the holding trustees shall not be liable for the acts and defaults of its members.

21. Notices

Any notice required to be served on any member of the charity shall be in writing be served by the secretary or the executive board on any member either personally or by sending it through the post to such member at his Known address in the UK and any letter so shall be deemed to have been received within 10 days of posting.

22. Publications & Press Releases

- A) To avoid misrepresentation of facts the Executive Committee shall be required to maintain confidentiality of the minutes of the Executive Committee and releases to the press, only that which has been approved by the Executive board.
- B) In case of immediate statement of a sensitive nature only the President/Secretary shall make one on behalf of the NSUK.

23. Dissolution

- A) If the executive board decides that it is necessary or advisable to dissolve the charity, there shall be a meeting of all members of the charity, of which not less than 21 days' notice be given stating the terms of resolution to be proposed.
- B) If the proposal is confirmed by 2/3rds majority of those present and voting the executive board shall have power to release any assets held by or on behalf of the charity.
- C) Any assets remaining after the settlement of all debts and liabilities shall be given or transferred to such other charitable institutions having objectives similar to the objectives of the charity as the members of charity may determine of failing that shall be applied for other charitable purposes.
- D) If upon the winding up or dissolution of the charity, there remains after the satisfaction of all its debts and liabilities and property whatsoever the same shall not be paid to or distributed among the members of the charity but, if and so far as effect can be given to this provision, shall be given or transferred to some other institution having the objectives similar or related to the objectives of the charity to be determined by the standard members of the charity at or before the time of dissolution or in default thereof, by judge of the high court of justice as may have or acquire jurisdiction in the matter and if and so far as effect cannot be given to such provision, then to some charitable objective.

24. Amendment to the Constitution

- A) No amendment can be made to clause 2 (Name), 4 (Purpose), 5 (Vision), 6 (Mission), 7 (Objectives).
- B) The rest of the clauses maybe amended in a meeting attended by 2/3rd of the total paid membership by a majority vote.
- C) No amendment can be made which would have the effect of making the charity cease to be charity at law.
- D) The executive board should promptly send to the charity commission a copy of any amendment made under this clause.

25. Arrangement until first Annual General Meeting

Until the first Annual General Meeting takes place the constitution shall take effect as if references in it to the executive board were references to the persons whose signature appear at the end of this document.

This constitution was adopted on the date mentioned above by the persons whose signatures appear at the end of this document.

This constitution has a total of 25 clauses.

This constitution was adopted at a general meeting on the date mentioned below by the persons whose signatures appear at the bottom of this document.

Signed:

Dr Amjad Shad Qureshi Dr Shafqat Bukhari

Dr Nudrat Hashmi Dr Muhammad Sadiq Tasneem

Dr Ahmad Faraz Bhatti Dr Dur-E-Shahwar Shahid

Dr Muhammad Awais Khalil Dr Maaz Tareen

Dr Najaf Siddiqi Dr Muhammad Sohail

Dr Muhammad Riaz Malik Dr Zamad Chisti

Dr Athar Sheikh Dr Sajid Mahmood

Dr Farhan Rashid Dr Farhan Rasheed

Dr Shahzad

Adopted on the.....11th.....day of.....August2024.....