

# Constitution – London Bangla Press Club

*(Established on the 15 of June 1993)*

Constitution was first adopted on 11th October 2004,  
1st Amendment Agreed on 13th March 2012.  
2<sup>nd</sup> Amendments Agreed on the 1<sup>st</sup> June 2014.  
3<sup>rd</sup> Amendments Agreed on the 1<sup>st</sup> December 2016.

## **A. Name**

The name of the Organisation is the London Bangla Press Club ('LBPC'). It will be a non-profit making and non-political organisation working for the Bangladeshi Community in particular people involved in journalism in the United Kingdom but not exclusively.

## **B. Administration**

Subject to the matters set out below, LBPC and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee, constituted by clause H of this constitution ('the Executive Committee').

## **C. Objects**

The Charity's objects are for the benefit of the Bengali community in particular people involved in journalism, print, electronic, press, publishing, broadcasting or the media sector but not exclusively:

- To relieve poverty and distress to the public, in particular to people connected to journalism, publishing media sector and allied trades and their dependent relatives who are in need, experiencing hardship or distress by reason of age, infirmity, disability or youth but not exclusively.
- The advancement of education and training for the public benefit by the provision of vocational training courses and the development of teaching skills in journalism, information technology, publishing, media studies and print, electronic and broadcasting media production.
- To promote the efficient and effective application of resources for charitable purposes by the provision of advice on all forms of communication media.

## **D. Powers**

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

1. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques and other instruments, and to operate bank accounts in the name of LBPC;
2. To raise funds and to invite and receive contributions provided that in raising funds LBPC shall not undertake any substantial permanent trading activities and shall conform to any relevant statutory regulations;
3. To acquire, alter, improve and (subject to such consents as may be required by law) to charge or otherwise dispose of property.
4. To set up a Building Committee (composed of members of the Executive Committee and an independent expert) to oversee the purchase or management of any premises, facilities acquired by the Charity.
5. To rent, buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use.
6. To sell, lease or otherwise dispose of all or any part of the property belonging to the charity. In exercising this power, the trustees must comply as appropriate with sections 117 - 122 of the Charities Act 2011;
7. To borrow money and to charge the whole or any part of the property belonging to the charity as security for repayment of the money borrowed. The trustees must comply as appropriate with sections 124 - 126 of the Charities Act 2011, if they intend to mortgage land;
8. To pay out of the funds of LBPC the costs, charges and expenses of and incidental to the formation and registration of LBPC;

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9. To employ such staff, who shall not be Trustee(s) of LBPC, as may be necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation to staff;
10. To appoint and constitute an Events Committee who will oversee each event or function organised by LBPC. The Events Committee will be composed of between 3 to 5 members of the Executive Committee, One Member from the LBPC's Membership and Independent Paid Consultants as and when required by the Executive Committee as and when required for the smooth functioning of LBPC.
11. To establish or support any charitable trusts, associations or institutions formed for all or any of the Objects;
12. To co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the Objects or similar charitable purposes and to exchange information and advice with them;
13. To act as a coordinating and consultative body for the Bengali led media organisations and agencies in the United Kingdom.
14. To collect, collate and disseminate useful information for the Bengali community in the United Kingdom.
15. To develop innovative projects, training programmes and events in the field of journalism, information technology and the media (print, electronic, broadcasting and online) to meet the specific needs of the Bengali community and the Bengali led media organisations.
16. To set up scholarship and bursary programmes to enable persons to enter study and observe approved aspects of journalism, publishing and the media or its administration or operation in the United Kingdom or abroad.
17. To set up a welfare fund to provide financial support to professionals involved in the press and media sector at times of financial hardship or special needs.
18. To maintain close liaison and relationships with charities, voluntary, educational, training and statutory agencies in the United Kingdom, Bangladesh and any parts of the world where there are a Bengali community and provide help and support in cases of crisis or disaster and also undertake special projects to help and support the Bengali people.
19. To arrange and provide assistance, either alone or in partnership with others for the holding of exhibitions, conferences, seminars, meetings and any other such activities for the betterment of the Bengali Community in the United Kingdom;
20. To promote good race relations and work to eliminate all kinds of discrimination by organising multi cultural activities, events and festivals for the Bengali and Non - Bengali Communities.
21. To create a network relationship by organising partnership activities with the other Bengali and Non Bengali media and training organisations in the United Kingdom and abroad.
22. To carry out research / surveys, print, publish such papers, books, magazines, pamphlets, reports, films and recorded tapes etc.
23. To do all such other lawful things as are necessary for the achievement of the Objects;
24. To appoint a Three - Member Team of Independent Election Commissioners to conduct the elections of the Executive Committee.
25. To set up policies and procedures and bye laws that will enable the smooth functioning, service delivery, management and administration of LBPC.

## **E. Membership**

### **1. Membership**

There shall be five classes of membership:

#### **a. Full Membership:**

Journalists or professionals who are resident of the United Kingdom involved either in a paid (full time, part time), freelance basis or as a contributor in journalism, the press, publishing, electronic, digital, broadcasting or media sector including Local Government, Central Government and other Statutory Bodies and Public Relations Agencies for a minimum of two years of continuous service or those who have been working for a minimum of two years in the press or media agencies in another country including Bangladesh. Persons applying for full membership must not have any criminal conviction relating to any offence involving deception or dishonesty and must not have any bankruptcy order. Person applying for full membership must be in agreement with the Club's objectives. If any member becomes bankrupted or is issued with a criminal record during his /her membership period, then their membership will be cancelled with immediate effect.

Receiving period for application for a full membership will be closed a minimum of 90 days before the Annual General Meeting where elections are due. New membership applications will re-open 30 days after the AGM Date when elections of the Executive Committee have taken place.

Full Membership fee will be determined by the Executive Committee of LBPC. (For full details of the membership criteria including details of membership please refer to the London Bangla Press Club's Membership Criteria Policy Document.

The Executive Committee has the sole discretion of accepting or rejecting any application for Full Membership by a decision of two-third members present at the meeting of the Executive Committee called for such purpose. Only full members will have voting rights and will be eligible to stand for election to the Executive Committee subject to meeting the criteria as set out in LBPC's Election to the Executive Committee Criteria Policy Document.

No persons will be eligible for a Full Membership if his / her activities / performance dents the standing of the club or who is a member of another similar type of organisation (Bengali led Press Club, Association, Press Union, Organisation in London) or holding a senior position (in a Executive Committee or a similar structure) in voluntary, social or a political organisation.

If any full member leaves the press, publishing or media profession or becomes engaged in another profession for at least a year or more, his/her full membership will automatically lapse. He/she may apply to remain as an Associate Member for a maximum period of two years.

#### **b. Associate Membership:**

Those who are not involved in the journalistic, press, publishing, electronic, broadcasting or media profession but do similar work can apply for Associate Membership. Associate Membership fee is to be determined by the Executive Committee. The Executive Committee has the sole discretion of accepting or rejecting any application for Associate Membership. Associate Members have no voting rights and cannot stand for the election to the Executive Committee.

Each membership (Full and Associate) is valid for two years from the date of the confirmation of approval of membership from the Executive Committee. After this period the membership will lapse and will not hold any further membership rights. He/she will be barred from participating in the activities of the LBPC. For continuation of membership each individual will need to complete the appropriate membership form, submit their eligibility documents, pay the subscription and receive confirmation of approval of membership from the Executive Committee (refer to Clause E - Membership Sub Clause A - Full membership).

If any application for membership is rejected the membership fee will be refunded less 10% administration cost.

#### **c. Life Members**

Any other members of the public who are interested in supporting the journalistic, press, publishing or media sector who are in full agreement with the LBPC's objectives can apply to become Life Members of the LBPC. Membership to Life Membership is subject to approval of the two thirds majority of the Executive Committee members present at the meeting. The Life Membership fee is to be determined by

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the Executive Committee. After the payment of the fee, the applicant will be recognised as a Life Member and a citation will be given to him/her on behalf of the LBPC.

Full and Associate Members of the LBPC can apply to become a Life Member on payment of a one off fee. Full and Associate Membership fee is to be determined by the Executive Committee. Only Life Members with Full Membership (refer to Membership – Clause E, Sub Clause A - Full membership) will have voting rights and be eligible to stand for election to the Executive Committee.

### **d. Honorary Life Member**

This Honorary Life membership is open to LBPC's members and non members, who have made or making valuable contribution to the advancement of the field of Journalism, Press, Publishing or Media sector in the United Kingdom or abroad will be accepted as Honorary Life Members of the LBPC. Agreement of the majority voting a general meeting will be necessary for the Executive Committee's unanimous nomination of an individual for Honorary Life Membership.

### **e. Corporate Member**

Corporate membership is open to any business, company or corporation with an interest in the press, publishing, electronic, broadcasting and media sector and includes five Associate Memberships and other benefits. Corporate Membership fee is to be determined by the Executive Committee. This fee may be changed at any time. After the payment of the fee, the applicant will be recognised as a Corporate Member and a citation will be given to the organisation: on behalf of the LBPC.

## **2. Termination of Membership**

(1) A person may be removed from the membership (applies to all membership classes) at any time if,

(a) The member joins as a Director or a Trustee or in a paid position of another similar organisation to the London Bangla Press Club, or in the opinion of the Executive Committee,

(b) His or her continuing membership would not be conducive to the good of LBPC.

(2) Before a decision is taken to remove a person from the membership, the person shall be given notice in writing of the proposal so to do so and shall have 10 working days in which to make written representations as to why membership shall endure.

(3) If such representations are received, the Executive Committee shall consider them before making any final determination within 10 working days of receiving the representations.

(4) In default of written representations being made, membership shall lapse at the end of the 10 working day period.

## **F. Honorary Officers**

Executive Committee will consist of up to 15 (fifteen) elected members. The office bearers shall be designated as under;

1. President
2. Vice President
3. General Secretary
4. Assistant Secretary
5. Treasurer
6. Communications Secretary
7. Training & Research Secretary
8. Information & Technology Secretary
9. Events & Facilities Secretary
10. Executive Member
11. Executive Member
12. Executive Member
13. Executive Member
14. Executive Member
15. Executive Member

## **G. Executive Committee**

1. The Executive Committee shall consist of no less than 5 members nor more than 15 members being:

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2. The honorary officers specified in the preceding clause shall hold office from the conclusion of Annual General Meeting where they shall be elected by 31<sup>st</sup> January for a period of two full calendar years (each calendar year will run from January to December).
3. All the members of the Executive Committee shall retire from office together after serving two calendar years at the end of the annual general meeting next after the date on which they came into office but they may be re-elected or re-appointed. However no member on the Executive Committee can participate in elections in their respective posts after being elected in office for two consecutive terms in the same post. But they can stand for election after having a gap in the same post for at least one term subject to continue to meeting LBPC's Full Membership Criteria and the Election of the Executive Committee Criteria Policy.
4. The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
5. Nobody shall be appointed as a member of the Executive Committee who is aged under-18 or who would if appointed be disqualified under the provisions of clause 6.
6. No person shall be entitled to act as a member of the Executive Committee whether on a first or on any subsequent entry into office until receipt of a satisfactory Disclosure Barring Check (DBS), signing in the minute book of the Executive Committee and providing a written and signed declaration of acceptance and of willingness to act for the LBPC.

### **H. Determination of Membership of Executive Committee.**

A member of the Executive Committee shall cease to hold office if he or she:

1. He or she is disqualified from acting as a member of the Management Committee by virtue of section 178 and 179 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision);
2. Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
3. Is absent without the permission of the Executive Committee from three (3) consecutive meetings held within a period of twelve (12) months and the Executive Committee resolve that his or her office be vacated; or
4. Notifies to the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain on office when the notice of resignation is to take effect).
5. If any member (applies to all membership classes of LBPC) of the Executive Committee of the LBPC subsequently takes up an elected position on the board or in a paid position in any other related or similar organisation, he/she will have to resign from the Executive Committee of LBPC with immediate effect or the Executive Committee will take steps to remove the concerned member (Clause E, Membership, Sub Clause 2 applies).
6. If any member undertakes any action against the interest and good will of the LBPC and if his or her continuing membership would not be conducive to the good of LBPC, then the Executive Committee will take steps to remove the concerned member. This applies to members in all membership classes. The termination of membership will follow Clause E. Membership, Sub Clause 2 - Termination of Membership).

### **I. Executive Committee Members not to be Personally Interested**

1. Subject to the provisions of sub-clause (2) of this clause no member of the Executive Committee shall acquire any interest in property belonging to LBPC (otherwise than as members for the Club) or receive remuneration or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by the Executive Committee.

### **J. Meetings and Proceedings of the Executive Committee**

1. The Executive Committee shall hold at least two ordinary meetings each year. An emergency meeting may be called at any time by the President. Any five members of the Executive Committee upon not less than 5 days' notice being given to the other members of the Executive Committee of the matters to be discussed.

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2. The President shall act as the chair at meetings of the Executive Committee. If the President is absent from any meeting, or if at any meeting the President be not present within ten minutes after the time appointed for holding the meeting and willing to preside, the members of the Executive Committee present shall request the Vice President to preside the Meeting. If however the Vice President is also absent then the members present may choose one of their numbers to be President of the meeting before any other business is transacted.
3. There shall be a quorum when at least third (1/3) of the numbers of members of the Executive Committee for the time being or 5 members of the Executive Committee, whichever is the greater, are present at the meeting.
4. Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question but in the case of equality of votes the President of the meeting shall have a second or casting vote.
5. The Executive Committee shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the Executive Committee and any sub-committee.
6. The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.
7. The Executive Committee may appoint one or more sub-committees consisting of three or more members of the Executive Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a sub-committee: provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Executive Committee.

**K. Receipts and Expenditure**

1. The funds of LBPC; including all donations, contributions and bequests; shall be paid into an account operated by the Executive Committee in the name of London Bangla Press Club at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the Executive Committee.
2. The funds belonging to LBPC shall be applied only in furthering the objects.

**L. Property**

1. All the properties of LBPC shall be held in the name of LBPC.
2. Subject to the provisions of sub-clause (2) of this clause, the Executive Committee shall Cause and deal with according to this constitution and the rules here under:
  - (a) All land held by or in trust for LBPC which is not vested in the Official Custodian for Charities;  
and
  - (b) All investments held by or on behalf of LBPC

Executive Committee shall elect trustees to act as custodian trustees of not less than three individuals amongst them, who will be the holding trustees. Holding trustees may be removed by the Executive Committee at their pleasure and shall act in accordance with the lawful directions of the Executive Committee, the holding trustees shall not be liable for the acts and defaults of its members, unless they are guilty of misconduct or wilful negligent.

3. If the holding trustees entitled to act as custodian trustee have not been appointed to hold the property of LBPC, the Executive Committee may permit any investments held by or in trust for LBPC to be held in the name of a clearing bank, trust corporation or any stock broking company which is a member of the London stock exchange and International Stock Exchange (or any subsidiary of any such stock broking company) as nominee for the Executive Committee, and may pay such a nominee reasonable and proper remuneration for acting as such.

**M. Accounts**

The Executive Committee shall comply with their obligations under the Charities Act 2011 (or any statutory re-enactment or modification of that Act) with regard to:

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

**N. Annual Report**

The Executive Committee shall comply with their obligations under the Charities Act 2011 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Charity Commission.

**O. Annual Return**

The Executive Committee shall comply with their obligations under the Charities Act 2011 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Charity Commission.

**P. Annual General Meeting**

1. There shall be an annual general meeting of LBPC, which shall be held by 31<sup>st</sup> of January in each year.
2. The Executive Committee shall call every Annual General Meeting. The Secretary - General shall give at least 14 days' notice of the annual general meeting to all members of LBPC. Only LBPC's full members shall be entitled to attend and vote at the general meetings.
3. Before any other business is transacted at the first annual general meeting the persons shall appoint a President of the meeting. The President shall be the chair of subsequent annual general meetings, but if he or she is not present, before any other business is transacted, the persons present shall appoint a President of the meeting.
4. The Executive Committee shall present to each annual general meeting the report and accounts for the preceding year.
5. Nominations for election to the Executive Committee must be made by Full members of the London Bangla Press Club in writing and must be in the hands of the Secretary – General (Or should this be the Election Commissioners) at least fourteen (14) days before the annual general meeting. Should nominations exceed vacancies, election shall be held by secret ballot.
6. The Election of the Executive Committee will take biennially (on completion of two calendar years) and will be conducted by an Independent Three - Member Team of Election Commissioners appointed by the Executive Committee.
7. The Executive Committee will decide on the formation of a Three - Member Election Commission, the election schedule, finalisation of regulations etc. The members of the Election Commission will be independent of all members, service users, staff and volunteers of the LBPC.

**Q. Special General Meetings**

The Executive Committee may call a special general meeting of LBPC at any time. If at least 1/3 of the Full members request such a meeting in writing stating the business to be considered the Secretary - General shall call such a meeting. At least 14 days' notice must be given. The notice must state the business to be discussed.

**R. Procedure at General Meetings**

1. The Secretary - General or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every general meeting including special general meeting of LBPC.
2. There shall be a quorum when at least one eighth of the numbers of full members of LBPC for the time being of LBPC, are present at any general meeting.

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**S. Notices**

Any notice required to be served on any member of LBPC shall be in writing and shall be served by the Secretary - General or the Executive Committee on any member either personally or by sending it through the post addressed or by email to such member at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have been received by recipient after 5<sup>th</sup> working days. It is the responsibility of individual members to inform LBPC with any changes of correspondence and contact details.

**T. Alterations to the Constitution**

1. Subject to the following provisions of this clause the Constitution may be altered, amended by a resolution passed by not less than two thirds of the members present and voting at a special general meeting. The notice of the special general meeting must include notice of the resolution, setting out the terms of the alteration proposed.
2. No amendment may be made to clause A (the Name of Association clause), clause C (the Objects clause), clause J (Executive Members not to be Personally Interested clause), clause V (the Dissolution clause) or this clause without prior consent in writing of the Charity Commissioners.
3. No amendment may be made which would have the effect of making LBPC cease to be a Charity at law.
4. The Executive Committee should promptly send the commission a copy of any amendment made under this clause.

**U. Dissolution**

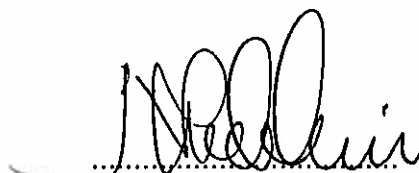
If the Executive Committee decides that it is necessary or advisable to dissolve LBPC it shall call a meeting of all members of the Association of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting at the meeting The Executive Committee shall have power to realise any assets held by or on behalf of LBPC.

Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Charity as the members of LBPC may determine or failing that shall be applied for some other charitable purpose. A copy of the statement, for the final accounting period of LBPC must be sent to the Commission.

**V. Arrangements until first Annual General Meeting**

Until the first annual general meeting takes place this constitution shall take effect as if references in it to the Executive Committee were references to the persons whose signatures appear at the bottom of this document.

This constitution was amended on the 1 December 2016 at a Special General Meeting of the London Bangla Press Club and is signed on behalf of the Executive Committee and the LBPC Membership by:

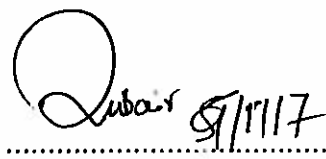


Mohammed Nobab Uddin  
President

9/12/2016



Mohammed Emdadul Haque  
Chowdhury  
Secretary - General



Muhammad Jubai  
Treasury Secretary