

NAVNAT VANIK ASSOCIATION OF THE UNITED KINGDOM
(Registered Charity No 288167)

Minutes of the Extraordinary General Meeting ('EGM')
Held on 19 July 2009 at 11.45AM at Navnat Centre, Hayes UB3 1AR

The meeting commenced with prayers, after the president had confirmed that the quorum was present.

President, Bhupendra Shah, welcomed all the members attending and requested them to stay on to participate in the Open Day Sports and Recreation activities organised for members and guests later in the afternoon. He expressed his gratitude to all the past presidents, Board of Trustees ('BoT'), Building Project and all other Executive Committee ('EC') members, and not forgetting all third parties, for their contribution in the Association's achievements and successes to date.

He highlighted the activities undertaken by the current committee since the AGM on 15 March 2009, especially the commencement of the Family Friday and annual Sports Day concepts; constitution reforms to attract new members; the Centre's ongoing upkeep and refurbishment plans; re-formation of the Yuva Vadil Mandal, under their own management; and plans for the future to enable the younger generation to participate more fully in the Association's activities in a more transparent environment.

He read the Notice convening the meeting, and went on to explain the reasons for holding the EGM which were to present the Accounts for the year to 31 December 2008, which had been left pending audit at the AGM; to discuss and approve the proposed changes to the Association's Constitution and finally to deal with any other business of concern to members.

1. Treasurer, Nitin Parekh, presented the audited accounts for the year to 31 December 2008, which had been prepared to a large extent by the previous Treasurer, Paresh P Mehta, and had now been certified by the auditors, who were thanked for their donated services. He explained that, having been approved by the previous Executive Committee, prior to the AGM, there were no changes in the figures but some improvements had been made in their presentation and the auditors had also, now signed their report.

Matters arising were:

- Anil Parekh (AP) queried the reduction in charges for the main hall activities and also the split of the Building fund amount between the main project and maintenance components respectively;
- Harshad Sanghrajka (HS) requested an explanation for expenses of nearly £11,000 in Yuva Vadil Mandal's sub-accounts and whether, they were actual or a recharge of internal costs.

The treasurer gave assurances that he would look into these matters and revert to members and the accounts were duly approved by members, following a proposal for their adoption by Anil Parekh which was seconded by Jaswant Doshi.

2. Constitution Amendments

Nitin Parekh presented the constitution amendments, which had been posted on the Association's website and to interested members. He highlighted the changes on the dual screens showing both the old and new versions and explained that the changes were being proposed by the EC, as explained earlier by the President, to attract new EC members, correct some anomalies and to make the constitution more appropriate as a governing document, in the event of future incorporation.

He went through the amendments on a page by page basis, and whilst the minor amendments were readily approved, the following proposals were discussed in detail: -

- i. HS suggested that clause 2(d) regarding animal welfare be removed in favour of 'at the EC's discretion to achieve the Association's objectives', which was approved.

- ii. Clause 3(g), requiring a 75 % majority at both EC/BoT and General meeting levels for major property related decisions was approved.
- iii. Clause 3(k) 1.b to be amended by inserting the phrase ‘and as approved by the EC’.
- iv. Nalin Udani was concerned as to whether any elders group, for example, would be held to be responsible for self-financing as per clause 3(k) 4. As the majority was against this vagueness, it was decided to add ‘will endeavour’ and the phrase ‘under the EC’s guidance’ at the end in respect of membership fees and fund raising.
- v. Clause 3(k) 6, in respect of 75% majority for dispute resolution by EC and BoT was approved.
- vi. Amendment to Clause 5, was approved so that a special meeting of members was no longer required to be held for instances of termination of membership issues.
- vii. Clause 7 was approved, so that all the main office bearers except for the Membership and Hall Secretaries were prevented from holding the same or alternative office for more than four out of eight previous years. Membership of the EC for two of the previous four years was also a condition for election to the post of President.
HS suggested that prior permission from any nominee ought to be received for publishing their names on the website and in clause 7(a) (viii) the word respected be changed to ‘aforesaid’, which was approved. Also, EC to decide whether any of the new rules should be applied to branches and subsidiaries, as appropriate.
- viii. After a majority vote of 31 to 12, Clause 8(n) (j) requiring the EC form a five member grievance committee was approved, except that the word ‘calibre’ be replaced by ‘good standing’. It was also agreed to add the phrase ‘EC to appoint and maintain this five member committee’.
- ix. Agreed that in Clause 10 – EGM should be referred to as ‘normal’ instead of ‘adjourned’ AGM.
- x. Agreed that in Clause (15c) should be changed to ‘one BoT member ‘must’ resign annually instead of ‘shall’.
- xi. Agreed that words in brackets referring to criminality be removed from Clause 15(p)(f).
- xii. It was recommended that Clause 16 be clarified to confirm that property be vested in trust in the names of three BoT members and not four.
- xiii. It was decided to remove the definitions clause entirely as some of the words were already defined and others would lead to more ambiguity.

It was proposed as a special resolution that the above clauses, as approved, be added, corrected or substituted in the Association’s Constitution. The resolution was carried unanimously, and the Secretary requested to obtain any necessary approval from the Charity Commissioners before filing.

3. ANY OTHER BUSINESS

- i. Kirit Wadhar recommended review of the constitution every five years and that the date of the AGM be announced annually in advance.
- ii. Surendra Mehta recommended that, in order to save costs, the ‘Darpan’ newsletter be uploaded in colour on the website and issued to members in mono and/or at a price.
- iii. Members were urged to send suggestions and articles to the editorial committee by email.
- iv. BT Shah requested a breakdown of refurbishment costs and also asked whether the EC had in their possession, as per the constitution, a deed of trust in writing, from the Board of Trustees, in respect of the property title deeds.
- v. AP requested details of the location of the title deeds currently believed to be with the Bank.

There being no further business the meeting was concluded at 2.30PM.

BHUPENDRA SHAH
(PRESIDENT)

Dhirendra Galani
(GENERAL SECRETARY)