

1. The meeting was led with prayers and silence was observed for the souls of departed members and friends.
2. President's report  
Subhash Bakhai (SKB) welcomed all and explained reason for bringing forward the AGM by two weeks as accounts had been prepared early by the capable treasurer and the auditors having confirmed their full co-operation. He apologised for nominations forms not being printed in Darpan but confirmed that they were now available for nominations from the floor. He stressed that financially not much had happened this year as the Building Project was winding down with the collection of pledges made and a surplus of £230k was set aside for emergency repairs. Darpan was being managed by its sub-committee, led by Bhupendra Shah and Incorporation was postponed as the constitution would need complete and careful revision. With reference to audited signed accounts the treasurer had managed to prepare a proper audit file within a short time frame and a short summary of the main headings of balance sheet and profit and loss had been published. He pointed out that our website was progressing under the Secretary's guidance and as far as grants were concerned whilst no funds had been received, a member had shown willingness to guide us in this area. He highlighted the new activity being commenced this year, being the formation of the Navnat Golf Society and hoped that it would be just as successful as the Bridge Club.
3. The 2008 AGM Minutes were read by the Joint Secretary and the matters arising were :
  - Kishore Mehta asked why a members' meeting was not held within 90 days to discuss some of the outstanding issues. SKB replied that this was not called for as the incorporation issue was postponed and there was no mention to call any other special meeting.
  - The minutes were duly approved by a majority after being proposed (YM) and seconded (HS).
4. The Secretary, Dhuru Galani read his annual report in Gujarati, explaining in detail, the activities, events and issues arising in the year. The highlights were:
  1. Yuva Vadil Mandal, who meet on Fridays, enjoying the delicious lunches prepared by the Kitchen committee and their volunteers, yoga by Surbhi Khona and coach transport from Edgware. He mentioned the need for them to have their own sub-committee.
  2. 23/08 Janmashtmi, 175 members attended, Nitin Parekh co-ordinated and Bhajans by Rajubhai
  3. 28/8 Paryushan with daily full day activities with help of Kitchen committee; Music for Bhavna by Vikram Nizama's Khelaya group and the event was coordinated by bjs, skb and ds.
  4. Navratri enjoyed in usual large numbers which led to some complaints for overcrowding
  5. Diwali /Chopda puja handled by Sakuben almost single-handedly.
  6. Kitchen activities – 3 star certificate awarded by Hillingdon Council
  7. Graduation: Organised by Ramesh Shah and sponsored by Anilbhai Doshi and family
  8. Darpan was regular but more effort needed to reduce errors, more articles and early release
  9. The affiliates bridge club, NYA, NVBS and golf society all working with full co-operation
  10. Kitchen improvements needed and a separate building improvements committee is required.
  11. website has been redesigned with help of Jayesh Shah and is awaiting a new host
  12. Volunteer bank needed for future and special thanks to emailers for spreading news and Bhagini ladies for their support in all the events.Matters arising were noted as follows:
  - i. Surendra Mehta- asked for a definitive timescale for the website - response was that it was dependent on hosting availability, which was in progress.
  - ii. Gyandev Sheth – urged more articles for Darpan in Gujarati
  - iii. Yogesh Modi and others commented on the need for kitchen improvements and possible replacement from depreciation reserves and it was explained that cash funds were required.
  - iv. Comments about washroom doors, roll holders and other shortcomings such as vermin nuisance were acknowledged and the secretary requested early notification and not to wait for AGM.
  - v. B.T commented we were going off-track and should address such issues at question time.

## 5. Treasurers report

Paresh P Mehta explained that this was his first instance of addressing members as treasurer and briefed them on the logistics of the accounts finalisation process which had gone smoothly since the audit file was prepared and at last month's EC meeting, accounts had been approved subject to three issues which were all resolved in the previous week with the help of Nitin Parekh. In spite of this, on the last Friday before the AGM, the necessary majority of eight EC members required to approve them did not prove possible, especially as the secretary had refused to give telephone approval. The auditors had not, therefore, signed the accounts. He concluded by confirming that the accounts had now been approved by the EC earlier in the day, without further amendment, and he was therefore saddened by the last minute problems encountered in the approval process. He said he had enjoyed his work and thanked his assistant Mukund Shah.

Matters arising on the accounts were as follows:

- i. Ashwin Sheth commented that accounts could not be adopted without being audited.
- ii. Kirit Wadher asked if the EC had not been functional since February 2009– chair responded by asking what he meant as meetings and activities were being conducted as usual.
- iii. Sailesh Vora asked for an explanation of £900 credit appearing in the accounts which was the topic being discussed amongst some members and why no explanation was given in the accounts – chair replied that this matter would be covered later.
- iv. BT Shah said that description of restricted & unrestricted funds was inconsistent.
- v. MPK recommended that AGM dates should be set after signed accounts were in hand.
- vi. Dharendra Sanghrajka recommended formation of a sub committee of five qualified and experienced accountants to oversee the finalisation of accounts and Kirit Kothary questioned why this had not already been in place as per last year's recommendations.
- vii. Surendra Mehta recommended re-appointment of PSJ Alexander as auditors and Divyesh Kamdar thanked them for their donated services.
- viii. After a lengthy discussion it was agreed by all that it would be best to call a further meeting for adoption, after signed accounts are circulated via the web or Darpan. This would allow all short-comings pointed out by members to be addressed.

## 6. Board of Trustees Report & Appointment of new trustee

The chair of the BoT, Divyesh Kamdar drew everyone's attention to the significance of the main item on the balance sheet, being the freehold property at a cost of over £4m, which was a matter of pride and stressed the importance of utilising it wisely for the benefit of future generations. The Community had reached a critical point and must embrace new ways, involving the youth to promote sports and perhaps develop the site as a venue for business, crèche facilities and so on. The BoT had held regular meetings and as a new trustee had not been recommended by the EC, he had pleasure in announcing re-appointment of Mayur Mehta for a further year with their approval. He also stated that the BoT had decided to elect Kanak Juthani as the new chair and he thanked his colleagues in the BoT for their efforts and support. In conclusion he urged the EC to consider new projects for the community's welfare and advancement.

Matters arising were:

- 1) Kishore Mehta requested a copy of the constitution to ascertain the criteria for trusteeship and he thought that the EC seemed to have too much power. Secretary would supply a copy and it would also be available on the website in due course. With reference to powers, DK informed that the Association needed constitutional powers to address issues.
- 2) Sachin Shah asked why the association was not supporting youth as NYA were being asked to pay for using kitchen and hall facilities unless booked within two weeks, which was not reasonable as forward planning, advertising etc. was required for most events. DK replied he would do his best to support the NYA
- 3) Vandna Wadher asked why there were no lady trustees. DK said this was a valid question and SKB confirmed there were no criteria in the constitution for their exclusion.
- 4) Gyandev Sheth recommended appointment of a sub-committee to seek new trustees and BT Shah questioned the reason for the EC not being able to find a new trustee each year.

7. Recommendations for future were referred to as follows by the secretary:
- 1) Appoint audit and accounts committee and consider incorporation.
  - 2) Consider the ethics of the current Uchavni split between Jiv Daya and BP.
  - 3) Elevate YVM to affiliate status.
  - 4) Form a property committee with third party/NVA professionals and advertise in Darpan
  - 5) Re-appoint Jiv Daya committee and appoint a professional book-keeper and web master
  - 6) Maintain an asset register, redesign kitchen and grounds maintenance issues to be addressed
  - 7) Consider civil weddings in dining hall and apply for grants and fund raising
  - 8) All NVA affiliates and EC members to attend an informal outing
- Suggestions from the floor were:
- 9) Jaysukh Mehta –form a religious committee
  - 10) Mac Kothary – provide access and parking for emergency vehicles
  - 11) MPK re-emphasised field volunteers bank and to consider JU Doshi and BT Shah for grants
  - 12) BT Shah – mention of full names with fathers’ and family name would be beneficial
  - 13) RJS – Members of NVBS/NYV are not currently members of NVA, and should become members as they enjoy all the benefits.
8. Affiliates’ and Subsidiary Bodies’ Reports
- Ushaben Shah, Komal Bakhai, Dilip Mithani, Nalin Udani and Dilip Mehta gave their respective annual reports for NVBS, NYA, NBC, NVK and NGS. Highlights and matters arising were:
- 1) NVBS election on 17 May and held X’mas party jointly with NYA last year
  - 2) NYA had 16 strong committee, rebranded logo and banner and organised Wednesday sports
  - 3) NYA urged everyone to promote NYA and representation at EC meetings and vice versa
  - 4) NGS boasted 55 members and had 3 sponsored events and had increased NVA membership
  - 5) NBC was self-financing with own website and two groups playing Wednesdays and Fridays
  - 6) Bridge marathon raised £7,500 for charities including NVA and modern equipment used
  - 7) 100 plus members attending Fridays’ NVK lunch club with coach travel being provided
  - 8) MPK urged NYA to join NVA at reduced rate before age 25, so they could vote.
9. Appreciation of BP fund raisers, not present at the previous function.
- Bharat Mohanlal Vora, Bharat Mehta and Koolesh Shah were presented with trophies to honour them for financial and other help in the establishment of Navnat Centre.
10. Questions from the Floor and Any Other Business
- 1) Kishor Vora - form a political committee to avail of free facilities such as transport for disabled
  - 2) Pravin Mehta - address age group problems and seek popular activities to attract them
  - 3) Jayant Sheth - why was traditional New Year/Diwali programme stopped
  - 4) Gyandev Sheth – on rates rebate, improve on 80% relief and query with Councillors
  - 5) KM – organise Sports day in summer and a playground for the young
  - 6) Bharat Shah- allow maximum two terms for President

At this stage, the Chair of BoT, Divyesh Kamdar, was requested to preside over the meeting to deal with the earlier matter raised regarding the £900 credit in the accounts. In anticipation and bearing in mind the current President’s involvement in the matter, the EC had given prior approval to this procedure. DK invited Paresh L Mehta (PLM), to respond to these queries, on behalf of the EC, as the elected chair of the sub-committee formed to address the matter, which primarily related to an invoice from Meera Caterers and the subsequent refund of £900 for part of the invoice. PLM proceeded to read the attached letter written to the BoT in English, explaining the events leading to this refund and the actions taken to date as they involved the president’s decision regarding the settlement of additional costs for the catering at the opening ceremony function held last year. The letter was also read in the Gujarati translation, and the members concerned confirmed that their queries had been answered. There ensued a general discussion on the matter and the president gave his summary of the events leading to the additional £900 charge and it’s payment. The consensus

was to deal with such matters swiftly under the guidance of and in full consultation with the BoT, by reaching compromise on all sides.

11. Re-appointment of Honorary Auditors and Solicitors

The proposals to re-appoint PSJ Alexander as Auditors and Paresh Gandhi as Solicitors were duly approved and a vote of thanks proposed unanimously to appreciate their donated services.

The outgoing EC was then dissolved and Jaysukh Mehta proposed a vote of thanks for them. Manhar Mehta was invited to conduct the elections for the new EC with the help of other independent members. The following nominations were received, resulting in the election of the following office bearers and committee members: -

**Proposed by:**

**Seconded by:**

President*	Bhupendra Shah	J U Doshi	B T Shah
Vice-President**	Paresh Mehta	Kamlesh Mehta	Anil Mehta
Secretary	Dhiru Galani	Dipak Shah	Bhupendra Shah
Joint-Secretary	Dipak Shah	Dhiru Galani	Nitin Parekh
Treasurer	Nitin Parekh	Bhupendra Shah	Ramaben Doshi
Assistant-Treasurer	Bhogilal Sanghvi	Dhiru Galani	Ramesh Shah
Hall Secretary***	Bharat Parekh	Dhiru Galani	Dipak Shah
Membership Secretary	Ramesh Shah	Subhash Bakhai	Dhiru Galani
Committee:****	Bharat Varia		
	Kamlesh Mehta		
	Nemish Mehta		
	Mahendra Kothary		
	Sakuntala Sheth		
	Roopal Punater		
	Sachin Shah		

\* Subhash Bakhai proposed for president was not successful in the ballot.

\*\* Nagin Khajuria and Ramesh Shah proposed for vice-president were not successful in the ballot.

\*\*\*Ushaben Shah proposed for Hall Secretary was not successful in the ballot.

\*\*\*\*Navin Desai, Kirit Wadher, Jaswant Doshi, Kishore Mehta and Harshad Shah were not successful in joining the committee after the ballot.

The meeting was concluded at 7.30 PM and the independent chairperson, Manhar Mehta and his colleagues were thanked for their assistance.

.....  
Bhupendra Shah  
President

.....  
Dhiru Galani  
General Secretary

# Navnat Vanik Association Of the United Kingdom

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Dear Divyesh,

12<sup>th</sup> March 2009

As you are aware during the past two months, rumours and allegations regarding Subhash Bakhai as President of the NVA, have pre-occupied our community. It is in this respect that we now write to you.

Whilst no formal written complaint has been received by the EC, we received information which was sufficiently detailed enough to merit an internal investigation to uphold the integrity of all concerned. Noted below is a summary of the facts presented to us and the actions we have taken to resolve:

1. At EC meeting (11/12/08), Nitin Parekh asked, on review of the Accounts, why there had been two cheques (one cancelled) against Meera caterers (caterers used during the ribbon cutting ceremony on 25<sup>th</sup> May 2008).
2. Subhash Bakhai answered that initial order was for 1000 people, however extra food was cooked by Meera to meet the increased numbers attending the function. Hence the original cheque, of £4,500 was cancelled and re-issued for the higher amount of £5,400 (approx. 5 months later). A number of EC members stated that there was no shortage of food and indeed excess food was given away at the end of the function.
3. At a meeting arranged with Meera and a few of the EC members, Meera denied cooking extra food above the originally agreed order for 1,000 people, and duly returned the over payment of £900 at the conclusion of the meeting. Meera stated that even if they had been asked to cook extra food on the day, they would not have been able to do so as they did not have to hand the necessary ingredients.
4. On 18<sup>th</sup> January and on 9<sup>th</sup> March Subhash Bakhai was asked to clarify the situation.
5. £900 has been included under 'Other Debtors' in the Accounts to 31/12/08

There have been several enquiries and discussions, but in the opinion of the EC:

1. Above continue to remain the primary and verifiable facts, which are undisputed and currently available to the EC.
2. The cost of further scrutiny would not be in the best interests of the Association.

This incident has however concluded a need for urgent improvement in procedures and controls to ensure complete transparency of the financial transactions undertaken by the EC and to ensure the EC is not faced with a similar situation again:

1. Clear segregation of duties in transacting any business
2. Suppliers must be paid on a timely basis and liabilities correctly recorded at the time
3. Suppliers must be carefully selected, ensuring several quotes are obtained. Final selection of the supplier must be approved by at least two EC members.

Given the sensitivity and the implication of the accusations, you will appreciate that we have had to carry out our enquiries and discussions behind closed doors. All discussions we have held were designed to protect the reputation of the NVA, whilst ensuring that a fair and full internal investigation was carried out.

The EC believe the extent of the gossip mongering is detrimental to the good name and long term future of the NVA, and therefore wishes to specifically state that there has been no attempt to 'sweep the allegations under the carpet'.

# Navnat Vanik Association Of the United Kingdom

Established 1970. Charity no 288167

## President

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This case has also highlighted a number of significant concerns in the manner in which the EC is run and under the current circumstances has become dysfunctional. Indeed a number of the EC members are finding it impossible to continue in their roles. We therefore note below changes that are essential in order to ensure the continued success of the NVA and hope that the new EC members, elected on 15<sup>th</sup> March take heed of our recommendations:

1. The incoming President of the NVA must ensure that the divisions within the EC and the wider community are healed and united in its longer term aim
2. Working practices of the EC must be changed to ensure:
  - Effective delegation and segregation of duties
  - Internal Audit function is set up
  - There is a good team spirit
3. Outsource the Accounting/Bookkeeping responsibility of the EC Treasurer, thus emphasising the primary role of
  - Timely and accurate reporting of results,
  - Risk management,
  - Setting sound financial controls and procedures,
  - Supporting the EC to protect and enhance the assets of the Association.
4. Constitution and working practices are changed to encourage new membership to the EC, whilst promoting need for good team working at all times
5. EC members' rights are protected from unwarranted legal proceedings through, for example, conversion of the Association to a limited liability status.
6. The Constitution should be reviewed and amended to provide clear guidelines for the EC and BOT to follow when faced with similar exceptional circumstances.
7. Selection process of both the EC and the BOT changed to ensure 'right people for the right job' and to avoid the 'politics' that often accompany the selection process prevalent at the AGM

By way of this letter, we hope to have addressed many of the questions circulating within our community.

On behalf of the Executive Committee of the NVA  
Yours sincerely,

D Galani  
General Secretary