

**Dated**

**2003**

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**DECLARATION OF TRUST**

**Constituting**

**The Pakistan Cultural Society**

## WITNESSES AS FOLLOWS

### 1. INTRODUCTION

- 1.1 The First Trustees hold £10 on the trusts declared in this Deed ('the Charity')
- 1.2 Further money or property including the assets of the unincorporated association known as The Pakistan Cultural Society of Newcastle upon Tyne may be paid or transferred to the Trustees for the Charity

### 2. NAME & OBJECTS

- 2.1 The Name of the Charity is The Pakistan Cultural Society  
The objects of the Charity are:
  - 2.1.1 to promote, maintain and advance the education of the public by the encouragement and interpretation of the arts, languages, literature, music, history, religions, institutions, customs and manners of Pakistan and its neighbouring countries;
  - 2.1.2 To advance the education and social inclusion of women and in particular those women who by reason of their religion and/or culture are excluded from mixed-sex events
  - 2.1.3 Other charitable work as the trustees shall from time to time decide which is connected with the educational development or relief of poverty in Pakistan and its neighbouring countries
- 2.2 The Trustees must use the income and may use the capital of the Charity in promoting the objects

### 3. POWERS

The Trustees have the following powers, which may be exercised only in promoting the Objects:

- 3.1 To promote or carry out research
- 3.2 To provide advice
- 3.3 To publish or distribute information
- 3.4 To co-operate with other bodies
- 3.5 To support, administer or set up other charities
- 3.6 To raise funds (but not by means of taxable trading)
- 3.7 To borrow money and give security for loans (but only in accordance with the restrictions imposed by the Charities Act 1993)
- 3.8 To acquire or hire property of any kind
- 3.9 To let or dispose of property of any kind (but only in accordance with the restrictions imposed by the Charities Act 1993)
- 3.10 To make grants or loans of money and to give guarantees
- 3.11 To set aside funds for special purposes or as reserves against future expenditure
- 3.12 To deposit or invest funds in any manner (but to invest only after obtaining advice from a financial expert and having regard to the suitability of investments and the need for diversification)
- 3.13 To insure the property of the charity against any foreseeable risk and take out other insurance policies to protect the charity when required
- 3.14 To pay reasonable fees to any nominee or holding trustee
- 3.15 Subject to clause 6.2 to employ paid or unpaid agents, staff or advisers
- 3.16 To enter into contracts to provide services to or on behalf of other bodies
- 3.17 To pay the costs of forming the Trust
- 3.18 To do anything else within the law which promotes or helps to promote the objects

4. THE TRUSTEES

- 4.1 The Trustees as the charity trustees have control of the Charity and its property and funds
- 4.2 The full number of Trustees can be up to twelve individuals
- 4.3 Future Trustees may be appointed for terms of office not exceeding five years by resolution of the trustees.
- 4.4 A retiring Trustee who is competent to act may be re-appointed at the end of his/her term of office for a period not exceeding five years
- 4.5 Every future Trustee must sign a declaration of willingness to act as a Trustee of the Charity before he or she is eligible to vote at any meeting of the Trustees
- 4.6 A Trustee automatically ceases to be a Trustee if he or she:
  - 4.6.1 is disqualified under the Charities Act 1993 from acting as a charity trustee or trustee for a charity
  - 4.6.2 is incapable, whether mentally or physically, of managing his or her own affairs
  - 4.6.3 is absent from three consecutive meetings of the Trustees
  - 4.6.4 resigns by written notice to the Trustees (but only if at least three Trustees will remain in office)
  - 4.6.5 is removed by a resolution passed by all the other Trustees after inviting the views of the Trustee concerned and considering the matter in the light of any such views
- 4.7 A retiring Trustee is entitled to an indemnity from the continuing Trustees at the expense of the Charity in respect of any liabilities properly incurred during his or her trusteeship
- 4.8 A technical defect in the appointment of a Trustee of which the Trustees are unaware at the time does not invalidate decisions taken by the Trustees

5. PROCEEDINGS OF TRUSTEES

- 5.1 The Trustees must hold at least four meetings each year
- 5.2 A quorum at a meeting is five Trustees
- 5.3 The Chairperson of the Trustees or (if the Chairperson is unable or unwilling to do so) some other Trustee chosen by them presides at each meeting
- 5.4 Except where otherwise provided in this Deed, every issue may be determined by a simple majority of the votes cast at a meeting of the Trustees
- 5.5 Except for the Chairperson of the meeting, who has a second or casting vote, every Trustee has one vote on each issue
- 5.6 The Trustees have the following powers in the administration of the Trust:
  - 5.6.1 to appoint a Chairperson, Treasurer and other honorary officers
  - 5.6.2 to delegate any of their functions to committees consisting of two or more persons appointed by them (but at least two members of every committee must be a Trustee) and all proceedings of committees must be reported promptly to the Trustees
  - 5.6.3 to make rules consistent with this Deed to govern proceedings at their meetings and at meetings of committees
  - 5.6.4 to make regulations consistent with this Deed to govern the use and application of the income of the Charity including regulations about the operation of bank accounts and the commitment of funds

## 6. PROPERTY & FUNDS

- 6.1 Any Trustee who possesses specialist skills or knowledge, and any firm or company of which such a Trustee is a member or employee, may charge and be paid reasonable fees for work carried out for the Charity on the instructions of the other Trustees (but only if the procedure prescribed by clause 6.3 is followed in selecting the Trustee, firm or company and setting the amount of the fees and provided that this provision may not apply to more than one half of the Trustees in any one financial year).
- 6.2 No Trustee may receive from the Charity any payment of money or other material benefit (whether direct or indirect) except
  - 6.2.1 under clause 6.1 (fees)
  - 6.2.2 reimbursement of reasonable out-of-pocket expenses actually incurred in the administration of the Trust
  - 6.2.3 an indemnity in respect of any liabilities incurred in or about the administration of the Charity (including the costs of a successful defence to criminal proceedings)
  - 6.2.4 in exceptional cases, other payments or benefits (but only with the written approval of the Commission in advance)
- 6.3 Whenever a Trustee has a personal interest in a matter to be discussed at a meeting of the Trustees or any committee, the Trustee concerned must:
  - 6.3.1 declare an interest before discussion on the matter begins
  - 6.3.2 withdraw from the meeting for that item unless expressly invited to remain in order to provide information
  - 6.3.3 not be counted in the quorum during that part of the meeting
  - 6.3.4 withdraw during the vote and have no vote on the matter
- 6.4 Funds which are not required for immediate use or which will be required for use at a future date must be placed on deposit or invested in accordance with clause 3.12 until needed
- 6.5 Investments and other property of the Charity may be held:
  - 6.5.1 in the names of the Trustees (or in the name of the trustee body if incorporated under the Charities Act 1993)
  - 6.5.2 in the name of a nominee (being a corporate body registered or having an established place of business in England and Wales) under the control of the Trustees or of a financial expert acting on their instructions
  - 6.5.3 in the name of a trust corporation as a holding trustee for the Charity which must be appointed (and may be removed) by deed executed by the Trustees
  - 6.5.4 in the case of land, by the Official Custodian for Charities under an order of the Commission or the Court

## 7. RECORDS & ACCOUNTS

- 7.1 The Trustees must comply with the requirements of the Charities Act 1993 relating to the keeping of financial records, the audit or independent examination of the accounts and the preparation and transmission to the Commission of:
  - 7.1.1 annual reports
  - 7.1.2 annual returns
  - 7.1.3 annual statements of account
- 7.2 The Trustees must maintain proper records of:
  - 7.2.1 all proceedings at meetings of the Trustees
  - 7.2.2 all reports of committees
  - 7.2.3 all professional advice obtained

- 7.3 Financial records, annual reports and statements of account relating to the Charity must be available for inspection by any Trustee
- 7.4 A copy of the latest available statement of account must be supplied to any person who makes a written request and pays the Trustees' reasonable costs (as required by the Charities Act 1993)

8. AMENDMENTS

This Deed may be amended by supplemental deed on a resolution passed by 75% of the Trustees but no amendment is valid if it would make a fundamental change to the Objects or to this clause or destroy the charitable status of the Trust. No amendment may be made to clauses 6.2, 6.3 or 6.4 without the prior written consent of the Commission

9. AMALGAMATION

- 9.1 The Trustees may at any time on a resolution passed by at least 75% of the Trustees transfer the assets and liabilities of the Charity to another charity established for exclusively charitable purposes within, the same as or similar to the Objects
- 9.2 On a transfer under clause 9.1 the Trustees must ensure that all necessary steps are taken as to:
- 9.2.1 the transfer of land and other property
- 9.2.2 contracts of employment and the transfer of any pension rights
- 9.2.3 the trusteeship of any property held for special purposes

10. DISSOLUTION

- 10.1 The Trustees may at any time decide by resolution passed by at least 75% of the Trustees that the Charity is to be dissolved. The Trustees will then be responsible for the orderly winding up of the Trust's affairs
- 10.2 After making provision for all outstanding liabilities of the Trust, the Trustees must apply the remaining property and funds in one or more of the following ways:
- 10.2.1 by transfer to one or more other bodies established for exclusively charitable purposes within, the same as or similar to the Objects
- 10.2.2 directly for Objects or charitable purposes within or similar to the Objects
- 10.2.3 in such other manner consistent with charitable status as the Commission approve in writing in advance
- 10.3 A final report and statement of account relating to the Charity must be sent to the Commission

11. INTERPRETATION

- 11.1 In this Deed the following expressions have the following meanings:
- **the Chairperson** means the person appointed by the Trustees to preside at their meetings
  - **charity trustees** has the meaning prescribed by section 97(1) of the Charities Act 1993
  - the **Commission** means the Charity Commissioners for England and Wales
  - **financial expert** means an individual, company or firm who is an authorised person or an exempted person within the meaning of the Financial Services Act 1986
  - **fundamental change** means such a change as would not have been within the reasonable contemplation of a person making a donation to the Trust

- **holding trustee** means an individual or corporate body responsible for holding the title to property but not authorised to make any decisions relating to its use, investment or disposal
- **independent examiner** has the meaning prescribed by section 43(3)(a) of the Charities Act 1993
- **material benefit** means a benefit which may not be financial but has a monetary value
- the **Objects** means the charitable objects of the Charity set out in clause 2
- **taxable trading** means carrying on a trade or business and the profits of which are liable to tax on a continuing basis for the principal purpose of raising funds and not for the purpose of actually carrying out the Objects
- the **Charity** means the charity created by this Deed
- **Trust corporation** has the meaning prescribed by section 205(1)(xxviii) of the law of Property Act 1925 but does not include the Public Trustee
- **Trustee** means a charity trustee of the Charity
- **Written** or in writing refers to a legible document on paper including a fax message
- **year** means calendar year