

Constitution – Adopted on 8 January 2011

Part 1

1. Adoption of the constitution

- 1.1. The association and its property will be administered and managed in accordance with the provisions of parts 1 and 2 of this constitution

2. The Name

- 2.1. The not for profit association shall be known as Imaan

3. Objectives

- 3.1. Imaan is an Islamic social and support group for those who identify as Muslim and as lesbian, gay, bisexual, trans-gendered, queer or inter-sexed (LGBTQI)
- 3.2. Imaan will work to promote social justice, peace and tolerance for the Muslim LGBTQI community and to counter discrimination, prejudice and injustice.
- 3.3. Imaan will seek to support all its LGBTQI community by providing:
 - 3.3.1. Regular meetings in a safe and supportive space that fulfil our social, spiritual and Islamic purposes;
 - 3.3.2. A database of resources and information discussing Islam, spirituality and other issues relevant to the LGBTQI community;
 - 3.3.3. A welfare and counselling service;
 - 3.3.4. An online forum for those that cannot reach or access our events or other media for support;
 - 3.3.5. Education programs;
 - 3.3.6. Links between the Muslim LGBTQI community and mainstream Islamic society;
 - 3.3.7. A space in which to discuss the diversity of Islamic interpretation and to encourage tolerance of all forms of religious diversity within Islam;
 - 3.3.8. An environment where all members are involved fully and are respected equally, regardless of race, faith, sexuality, gender or gender identity.

4. Application of the income and property.

- 4.1. The income and property of Imaan shall be applied exclusively towards the promotion of the objectives.

- 4.2. A Trustee may pay out of, or be reimbursed from, the property of Imaan, reasonable expenses properly incurred by them when acting on behalf of Imaan. All expenses must be submitted with supporting receipts and a full description for presentation in accounts submitted to Annual General Meeting.
- 4.3. No Trustee may receive any financial, professional or other material gain from being a Trustee.
- 4.4. A Trustee must absent themselves from any discussions of the Trustees in which it is possible that a conflict will arise between their duty to act exclusively in the interests of Imaan and any personal interest, and take no part in voting upon the matter.

5. Amendments

- 5.1. Imaan may amend any provision contained in part 1 of this constitution provided that:
 - 5.1.1. No amendment is made that would have the effect of causing Imaan to cease to be a not for profit organisation.
 - 5.1.2. No amendment is made to change the objectives unless voted for by a majority of Imaan members at an Annual General Meeting (AGM) or Extraordinary General Meeting (EGM). If an AGM fails to reach a majority decision on a proposal to change the objectives, then the proposal shall proceed to be heard at an EGM.
 - 5.1.3. Any amendment to a provision in Part 1 of this constitution is passed by a majority of no less than two-thirds of the voting members present at the AGM or EGM and
 - 5.1.4. Any proposed amendment is submitted to The Trustees at least 3 weeks before the date of the AGM or EGM
- 5.2. Any provision contained in Part 2 of this constitution may also be amended, provided that any amendment is made by a resolution passed by a majority of not less than half of the voting members present at the AGM or EGM

Part 2

6. Membership

- 6.1. Membership is open to all Muslim LGBTQI people and their supporters and organisations that are approved by the Trustees
- 6.2. Muslim LGBTQI members will have full voting rights at an AGM and EGM. Associate members and external organisations will have no voting rights.
- 6.3. Prospective members must complete a membership form via the website or send the form via email or post to Imaan's email or physical address in order to gain Membership to Imaan. Membership will be confirmed by the Trustees within 14 days, but if no reply is received, it shall be the prospective member's responsibility to contact any one of The Trustees to progress the application.
- 6.4. Those who do not wish to be members of Imaan can choose to be kept up to date with Imaan events and activities by signing up to the association's mailing list.

- 6.5. The membership list will be kept confidential at all times and restricted to the Trustees. To the extent that Imaan needs to provide membership data to secure funding for The Objectives, only statistical data (numbers of members by region and certain other demographics) are to be released. No names, email or physical addresses or other personal identification shall ever be released to anyone, for any reason.
- 6.6. Membership can be denied or withdrawn from any individual or organisation that does not act consistently with the objectives of Imaan. Withdrawal will be a last resort, preceded by two warnings delivered by The Board of Trustees.

7. General Meetings.

- 7.1. An AGM must be held in each subsequent year and not more than fifteen months may elapse between successive AGMs
- 7.2. The AGM will:
 - 7.2.1. approve the minutes of the previous meetings;
 - 7.2.2. receive a report of the previous year's activity from the Board of Trustees on the progress of Imaan;
 - 7.2.3. approve the new Board of Trustees;
 - 7.2.4. approve the annual accounts;
 - 7.2.5. review any possible amendments to the Constitution and
 - 7.2.6. consider valid resolutions put to the meeting.
- 7.3. An EGM may be called when:
 - 7.3.1. The Trustees and/or 10 registered, eligible members deem it necessary.
 - 7.3.2. The request must state the Agenda of the EGM.
 - 7.3.3. The Trustees must call an EGM if requested to do so in writing by at least 10 eligible, registered members.
 - 7.3.4. The Trustees must announce the EGM within 28 days of receiving a proper request, failing which the 10 eligible registered members may proceed to call an EGM independently of the Trustees, but in doing so they must comply with the provisions of this Constitution.

8. Notice

- 8.1. The minimum period of notice to members that is required in order to hold an AGM or EGM of Imaan is 6 weeks before the date of the meeting.
- 8.2. The notice must specify the date, time and place of the meeting and the Agenda of the meeting. If the meeting is to be an EGM, the notice must say so, and state why.
- 8.3. Any notice of an EGM must be given to the Secretary, who must – if the notice is properly effected by the members as defined in 7.3.1 and 7.3.2 - disseminate it to the membership and to the Trustees.
- 8.4. The Trustees shall endeavour to give members reasonable notice of organised social events.
- 8.5. Notices will be sent electronically – by way of the website at <http://www.imaan.org.uk> and on the forum at <http://forum.imaan.org.uk> and by email via the Imaan mailing list.

- 8.6. Notices can be received by Imaan by email to info@imaan.org.uk or by postal mail to Imaan's published physical address.
- 8.7. A notice shall be deemed to be received 48 hours after the envelope containing it was posted or, in the case of an electronic communication, 48 hours after it was sent.

9. Quorum

- 9.1. Business shall not be transacted at any general meeting unless a quorum is present.
- 9.2. A quorum is 10 registered and eligible voting members, and must include at least 50% of the board of Trustees.
- 9.3. If a quorum is not present within one hour from the time appointed for the meeting or during a meeting a quorum ceases to be present, the meeting shall be adjourned to such time and place as the Trustees shall determine.
- 9.4. The Trustees must re-convene the meeting and must give at least 7 days clear notice of the re-convened meeting stating the date, time and place of the meeting.

10. Votes

- 10.1. Each member shall have one vote. Only registered members who are eligible to vote will have voting rights. The Trustees must be accommodating to the voting members and ensure that members are able to vote through a variety of means; to ensure that nobody is prevented from voting by lack of proper support for any particular physical or mental needs.

11. Trustees

- 11.1. Imaan shall be managed and administered by a committee comprised of Officers elected in accordance with this Constitution. The Officers shall be the Trustees of Imaan and are known in this constitution as 'The Trustees'.
- 11.2. Imaan shall endeavour to have, but not be limited to, the following Trustees;
- Chairperson
 - Secretary
 - Treasurer
 - Events Officer
 - Welfare Officer
 - Women's officer
 - Two membership Trustees having full voting rights.
- 11.3. Imaan shall endeavour to ensure that at least 50% of The Trustees are self-defined women.
- 11.4. A Trustee may not appoint anyone to act on their behalf at the meetings of the Trustees.

12. Appointment of Trustees.

- 12.1. Imaan will appoint an independent returning officer to oversee the nomination and election of Trustees
- 12.2. Once approved by the members at an AGM or EGM, Trustees shall serve for a period of 3 years before elections are called again except in the event that a Trustee shall resign their position or in the event that earlier elections might be called for by resolutions at an AGM or EGM.
- 12.3. Eligible members wishing to stand for election must complete the nomination form that will be provided in advance of an AGM notice and have the form counter-signed by another registered, eligible member. The form must be provided to the Independent Returning Officer.
- 12.4. If a member wishes to propose a new Trustee post, not presently available, their seconded nomination form should be submitted to the Independent Returning Officer, with a justification for the new post. The matter of the creation of that new post shall be a point of order in the AGM agenda, and the AGM will approve or reject the proposal.
- 12.5. Imaan is non-political organisation and any prospective Trustee must declare any political affiliation and potential conflict of interest prior to election.
- 12.6. The election of the Trustee Women's Officer may only be voted upon by those registered, eligible members that define themselves as women
- 12.7. All Trustees, whose work for Imaan requires them by law or by regulation to undergo a Criminal Records Bureau check, must provide a such a check within 3 months of taking office and Imaan will pay the cost of such checks.
- 12.8. The voting period for Trustee elections and AGM resolutions must last for a minimum of 4 weeks. Members may vote by email (to the independent returning officer) or by postal ballot to Imaan's published, physical address.
- 12.9. Uncontested nominations will be considered duly elected.

13. Responsibilities of the Trustees

- 13.1. The Trustees must manage the business of Imaan and have the following responsibilities in order to further the Objectives:
 - 13.1.1. Attend BOT meetings. Failure by a trustee to do so on 3 consecutive occasions with insufficient grounds or notice will constitute grounds for removal of that trustee;
 - 13.1.2. To raise funds. in doing so, the Trustees must not undertake any activities pertaining to business and commerce and comply with any relevant statutory regulations;
 - 13.1.3. To buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;
 - 13.1.4. To co-operate with other charities, voluntary bodies and statutory authorities and to exchange information and advice with them;
 - 13.1.5. To open and operate such bank accounts as the Trustees consider necessary and
 - 13.1.6. To do all such other lawful things as are necessary for the achievement of the Objectives.

- 13.1.7. To maintain the association's website, forum and other media used for communicating with Imaan's membership on a regular and timely basis.
- 13.2. All Trustees must adhere to confidentiality and data-protection obligations.
- 13.3. The Trustees must not act in a way that is inconsistent with the Imaan objectives. Inconsistent acts would render grounds for the Trustee's removal.

14. Disqualification and Removal of Trustees

- 14.1. A Trustee shall cease to hold office if they:
 - 14.1.1. Resign as a Trustee by written notice to the Board (but only if at least two Trustees will remain in office when the notice of resignation is to take effect) or
 - 14.1.2. is absent without reason or notice to the Trustees from 3 consecutive board-meetings.
- 14.2. Any resolution to remove a single member of the Board of Trustees must have the support of more than two-thirds of the registered, eligible members at an AGM or EGM. The Trustee concerned will not have the right to vote in that resolution.
- 14.3. A vote of No Confidence in the entire board of Trustees requires the support of more than half of the registered, eligible members at an AGM or EGM to succeed and has the effect of dissolving the Board of Trustees. The same AGM or EGM must appoint an interim board of at least: Chairperson, Secretary and Treasurer, whose purpose is to arrange immediately fresh elections. Trustees will not have the right to vote in this resolution.

15. Proceedings of Trustees

- 15.1. Any Trustee may call a meeting of the Trustees.
- 15.2. The Secretary must call a meeting of the Trustees if requested to do so by a Trustee. An agenda must be distributed one week before the meeting, along with the minutes of the previous meeting.
- 15.3. Resolutions arising at a meeting must be decided by a majority of votes.
- 15.4. No decision may be made at a Trustee's meeting unless a quorum is present at the time the decision is to be made. A quorum shall be 50% of the Trustees.
- 15.5. The Chairperson shall chair the meetings of the BOT. If the Chairperson is unwilling to preside or is not present, one of the other Trustees may volunteer, with an agreed agenda in place.

16. Minutes

- 16.1. The Trustees must keep minutes of all proceedings at general meetings of Imaan and meetings of the Trustees, including the names of the Trustees present at the meeting; the decisions made at the meetings; and where appropriate, the reasons for the decisions.
- 16.2. Reports of Trustee Meetings and Minutes of General Meetings must be available to members via the website, forum and electronic mailing list.

17. Annual Report and Accounts

- 17.1. The Trustees must comply with their obligations under the Charities Act 1993 with regard to:
- The keeping of accounting records for Imaan;
 - The preparation of annual statements of accounts
 - The transmission of the statements of accounts to Imaan members and
 - The preparation of an annual report.
- 17.2 Accounts must be prepared in accordance with the provisions of any Statement of Recommended Practice and must be audited by a Chartered Accountant.

18. Complaints Procedure

- 18.1. The Trustees shall develop and incorporate into use a comprehensive complaints procedure, subject to the approval of the Membership.
- 18.2. The Trustees will take each complaint seriously and will endeavour to respond to each complainant within 4 weeks of the complaint being received. The complainant will receive in writing the decision of the Trustees.