

Golapganj Helping Hands UK - Comprehensive Bylaws

This document serves as the consolidated bylaws for Golapganj Helping Hands UK (hereinafter referred to as "the Association" or "the Charity"), integrating and superseding previous separate constitutional clauses, election handbook provisions, and executive committee guidelines. Its purpose is to provide a single, authoritative framework for the governance, operations, membership, and election processes of the Charity, ensuring transparency, accountability, and adherence to its charitable objectives and UK charity law. **All members, Executive Committee members, and Charity Trustees must adhere to the foundational Constitution of GHH UK in conjunction with these Bylaws.**

Part 1: General Information & Charitable Objectives

1.1. Name and Scope

- The official name of the Charitable Incorporated Organisation is **Golapganj Helping Hands UK** (hereinafter referred to as "the Association" or "GHH UK").
- The registered office of the Association shall be situated in London, United Kingdom.
- The Charity operates in the United Kingdom and Bangladesh.
- **The Executive Committee and Charity Trustees are responsible for overseeing and managing the Charity's operations.**

1.2. Charitable Objectives (As registered with the Charity Commission)

The primary objective of Golapganj Helping Hands UK is:

"THE PREVENTION OR RELIEF OF POVERTY SPECIFICALLY BUT NOT EXCLUSIVELY IN GOLAPGANJ AREA OF BANGLADESH BY PROVIDING: GRANTS, ITEMS AND SERVICES TO INDIVIDUALS IN NEED AND/OR CHARITIES, OR OTHER ORGANISATIONS WORKING TO PREVENT OR RELIEVE POVERTY."

- All grants must follow the Charity's approved Grant Making Policy.
- Activities undertaken to achieve these objectives may include fundraising, establishing partnerships, investment of funds, and providing related services.

Part 2: Membership

2.1. Membership of the Organisation

- **Open Membership:** The membership of the Charity shall be open to any individual aged 18 years or over who has a connection with Golapganj Upazila of Sylhet district in Bangladesh (through birth, descent, or domicile) and is interested in furthering the works of the Charity.

- **Requirements:** Prospective members must pay the appropriate sum of subscription as laid down from time to time by the General Meeting and accept the duty of members set out in Clause 2.2.
- **Application Process:** Any person wishing to become a member of the Charity shall complete the appropriate form, which shall be submitted to the Executive Committee for acceptance or otherwise.
- **Executive Committee Discretion:** The Executive Committee shall have the right to approve or reject applications for membership.
- **Adherence to Constitution:** Every member upon being admitted shall be deemed to agree to abide by the Constitution (these Bylaws). If a member fails to abide by the Constitution, the Executive Committee may suspend his/her membership at any time.
- **Membership Term & Transferability:** Membership shall be for life and is not transferable to anyone else.
- **Subscription:** The membership subscription is **two hundred pounds (£200)**. Membership subscription shall be non-refundable.

2.2. Duty of Members

It is the duty of each member of the organisation to exercise his or her powers as a member of the organisation in the way he or she decides in good faith would be most likely to further the purposes of the charity.

2.3. Associate Membership

- Anyone who has no connection with Golapganj Upazila can become an Associate Member.
- Associate members shall not have any voting rights.

2.4. Termination of Membership

Membership of the Charity comes to an end if:

- The member dies, or, in the case of an organisation (or the representative of an organisation), that organisation ceases to exist.
- The member sends a notice of resignation to the charity trustees.
- Failure to uphold the Constitution may result in immediate suspension from membership.
- Any member can be removed from membership by a resolution of the Executive Committee that it is in the best interests of the charity that his or her membership is terminated. A resolution to remove a member from membership may only be passed if:
 - The member has been given at least twenty-one (21) days' notice in writing of the meeting of the Executive Committee at which the resolution will be proposed and the reasons why it is to be proposed.

- The member or, at the option of the member, the member's representative (who need not be a member of the Charity) has been allowed to make representations to the meeting.

2.5. Eligibility to Vote

1. **Membership Requirement:** Only individuals who hold valid membership status with GHH UK are eligible to vote in internal elections.
2. **Cut-Off Date for Voter Eligibility:** To be eligible to vote in any given election, members must be registered and approved on or before the official cut-off date set and announced by the Election Commission.
3. **Publication of Voter List:** The Election Commission shall prepare and publish an official voter list based on the membership register as of the cut-off date. Only those listed shall be entitled to cast a vote in that election.
4. **Non-Disqualification of Later Members:** Members who join after the cut-off date may not vote in the current election but shall retain full membership rights and be eligible to vote in subsequent elections and participate in all other organisational activities.
5. **Voting Rights:** All eligible members have the right to vote at General Meetings.

Part 3: Governance - Executive Committee (EC)

3.1. Executive Committee Composition

- The policy and general management of the affairs of the Charity shall be executed by an Executive Committee (hereinafter referred to as "EC").
- The Executive Committee shall consist of **27 elected members**.
- The EC shall include the following honorary officers: Chairperson, 4 Vice Chairmen, General Secretary, Treasurer, Assistant General Secretary, Assistant Treasurer, Organising Secretary, Membership Secretary, Press & Publicity Secretary, Fundraising Secretary, Cultural Secretary, Sports Secretary, and Education Secretary.
- **11 Executive Members** shall be elected by the members of the Charity at the General Meeting.
- **Co-opted Members:** Up to 9 Co-opted Members may be appointed optionally by the Executive Committee, bringing the total membership of the EC to a maximum of 36 members. Co-opted members shall have voting rights in EC proceedings. The number of co-opted members shall not exceed one-third of the total membership of the EC.
- **Charity Trustees:** The Executive Committee **shall appoint a minimum of 3 Charity Trustees and may appoint more as necessary. All appointed Charity Trustees must be serving members of the Executive Committee.**

3.2. Eligibility for Executive Committee Membership

This section outlines the criteria for eligibility to stand for election as an Honorary Charity Trustee (Chairperson, General Secretary, Treasurer, and other honorary officers) or an Executive Committee (EC) Member.

3.2.1. General Eligibility for All Candidates:

- **Age:** Must be 18 years or older.
- **Membership Duration:** Candidates must have been a bona fide member of Golapganj Helping Hands UK for at least **one year** prior to the nomination deadline.
- **Connection to Golapganj:** Nominations must come from the candidate's own Union Parishad (UP) / Municipality. No one shall be eligible to stand for election as an EC Member or as an Honorary Officer unless his/her nomination comes from their own UP/Municipality.
- **Panel Requirement:** No individual shall be permitted to contest the Executive Committee (EC) election independently. Candidates must participate as part of a panel, with nominations for at least 15 positions, including 3 signatory roles.
 - **Definition of Signatory Roles:** The signatory roles refer specifically to the Chairperson, General Secretary, and Treasurer, who hold key legal and financial responsibilities for the Charity.
 - **Definition of Panel:** A "panel" refers to a slate of candidates who agree to run together for various positions within the Executive Committee, often campaigning collectively.
- **Nomination Process:** Must be nominated and seconded by one bona fide member of the Charity from their respective Union Parishads.

Absence of Conflicts of Loyalty (Other Organizations):

- Any individual currently serving on the Executive Committee of any other Golapganj Upozila-based organisation shall not be eligible to contest for the position of Chair, Vice Chair, Secretary, Treasurer, or Departmental Secretary of this organisation. After being elected, they shall not serve in any other upazila-based organisation. Also, any individual serving on this Executive Committee shall not be permitted to serve as Chair, Vice Chair, Secretary, Treasurer, or Departmental Secretary in any other upazila-based organisation. If any member accepts such a position in another upazila-based committee and the matter is presented to this Committee, the Committee may decide to declare their position vacant.
 - A formal proof of resignation from such roles must be submitted along with the nomination form to the Election Commission.
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- **Acceptance of Rules:** All candidates must accept and uphold the Constitution, these Bylaws and the Code of Conduct.

3.2.2. Specific Eligibility for Honorary Charity Trustee Positions (Chairperson, General Secretary, Treasurer, and other honorary officers):

- **Legal Disqualifications (Applicable to ALL Charity Trustees):** No one may be appointed as a charity trustee if he or she would automatically cease to hold office under the provisions of clause 3.7.1 (vi) (disqualification under the Charities Act 2011). A person cannot act as a trustee if:
 - He/she has an unspent conviction for an offence involving dishonesty or fraud.
 - Is bankrupt or has entered into a formal arrangement with a creditor.
 - Has been removed as a company director or charity trustee/member because of wrongdoing.
- **Basic Disclosure and Immigration Status:** Any individual who wants to stand for a signatory post (Chairperson, General Secretary, Treasurer) must provide a Basic Disclosure certificate as well as proof of their immigration status to the Election Commission.
- **Natural Person:** Every executive member and charity trustee must be a natural person.
- **Acceptance of Office:** No one is entitled to act as an executive member or a charity trustee whether on appointment or on any re-appointment until he or she has expressly acknowledged, in whatever way the charity trustees decide, his or her acceptance of the office of executive member or charity trustee.

3.3. Terms & Rotation of Executive Committee Members

- Executive Committee positions serve two-year terms.
- Positions may be re-elected, subject to the provisions for geographical representation and rotation as determined by the lottery system outlined in Clause 3.4.
- **Rotation of Signatory Roles:** Signatory roles (Chairperson, General Secretary, Treasurer) must be rotated across different Union Parishads, where possible, to ensure geographical balance in the overall representation in the EC of the Charity. Therefore, no UPs which once held any of these posts shall be eligible to be included in the said lottery for the allocation of the same post for election until the remaining UPs have had a chance to serve on these respective posts.
- The full Executive Committee dissolves every two years, with elections held at the biennial General Meeting (AGM).
- All honorary officers and EC members shall retire from the office together at the end of every second Annual General Meeting but they may be re-elected.

3.4. Composition and Distribution of Executive Committee Posts

To ensure equitable geographical distribution of the posts among the Union Councils/Municipality (hereinafter called Union Parishads or “UP”), all posts in the EC shall be elected biennially by the members of the Charity in the following order:

Summary of Executive Committee Posts by UP

Posts	Allocation
Chairperson + 2 EC Members	3
Vice Chair + Assistant General Secretary	2
Vice Chair + Assistant Treasurer	2
Vice Chair + Cultural Secretary	2
Vice Chair + Fundraising Secretary	2
General Secretary + 2 EC Members	3
Treasurer + 2 EC Members	3
Organising Secretary + 1 EC Member	2
Membership Secretary + EC Member	2
Education Secretary + EC Member	2
Press & Publicity Secretary + 1 EC Member	2
Sports Secretary + 1 EC Member	2
Total	27

3.4.1. Method of Allocation of Posts in the EC:

1. The lottery to allocate posts to each UP for election for the next term will be held at the Annual General Meeting (AGM) in accordance with the preceding clause to each UPs which shall become due for elections after two years.
2. The posts of the Chairperson, General Secretary and Treasurer shall rotate among all UPs to ensure geographical balance in the overall representation in the EC of the Charity. Therefore, no UPs which once held any of these posts shall be eligible to be included in the said lottery for the allocation of the same post for election until the remaining UPs have had a chance to serve on these respective posts.
3. If any UP decides that they do not want to participate or steps out from participating in the election for any of the posts in the EC for the next term, such vacant posts shall be filled up by other honorary officers and EC members after their election as under, and any person so appointed to fill such vacancies shall hold office until the conclusion of the next election of the EC:
 - The post of Chairperson shall be filled by a Vice Chair who secured highest votes in the election.
 - The post of the General Secretary shall be filled by the Assistant General Secretary.
 - The post of the Treasurer shall be filled by the Assistant Treasurer.
 - The post of any other honorary officers which either becomes vacant as a result of taking up another post as stated above or remains unelected shall be filled by EC Members following their election.

- Any post of EC members which becomes vacant as a result of taking up another post shall remain vacant. However, the EC may use their discretion to co-opt members on to the EC as per the provision in the Constitution of the Charity.

3.5. Duties & Responsibilities of Charity Trustees

The charity trustees shall manage the affairs of the Association and may for that purpose exercise all the powers of the Association. It is the duty of each charity trustee:

1. To exercise his or her powers and to perform his or her functions as a trustee of the Association in the way he or she decides in good faith would be most likely to further the purposes of the Association; and
2. To exercise, in the performance of those functions, such care and skill as is reasonable in the circumstances having regard in particular to:
 - Any special knowledge or experience that he or she has or holds himself or herself out as having; and
 - If he or she acts as a charity trustee of the Association in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession.

3.6. Executive Committee Roles & Responsibilities

- **Chairperson:**
 - Leads the Charity and Executive Committee.
 - Chairs meetings and represents the organisation.
 - Provides strategic oversight and ensures unity.
 - Liaises with partners, donors, and external bodies.
 - Ensures compliance and monitors progress of initiatives.
 - The Chairperson shall chair all meetings of the organisation, including that of the board.
- **Vice Chairmen (4):**
 - Support the Chairperson in leadership duties.
 - Represent regional interests and coordinate community engagement.
 - Lead specific initiatives or subcommittees as assigned.
 - If the Chairperson is unwilling to chair the meeting, or if the respected chair in question, or is not present within twenty minutes of the time at which a meeting was due to start, the Vice Chair present shall chair the meeting.
- **General Secretary:**
 - Maintains accurate records and official correspondence.
 - Arranges meetings, prepares agendas, and documents decisions.
 - Coordinates communication within the Charity and with external stakeholders.
 - Ensures timely follow-up on decisions and actions.
- **Assistant General Secretary:**

- Assists the General Secretary with all duties.
- Acts in place of the General Secretary when required.
- **Treasurer:**
 - Oversees financial management and reporting.
 - Maintains accurate financial records and prepares budgets.
 - Ensures compliance with financial policies and charity regulations.
 - Prepares and presents financial reports at meetings.
- **Assistant Treasurer:**
 - Assists the Treasurer with all financial tasks.
 - Helps maintain financial documentation and procedures.
- **Organising Secretary:**
 - Coordinates events, meetings, and other organisational logistics.
 - Supports execution of charitable programs and initiatives.
- **Membership Secretary:**
 - Manages membership applications, records, and renewals.
 - Communicates regularly with members.
- **Press & Publicity Secretary:**
 - Manages the Charity's public image and communications.
 - Prepares press releases and maintains media relations.
 - Oversees social media and website content.
- **Fundraising Secretary:**
 - Develops and manages fundraising strategies and campaigns.
 - Coordinates with partners and supporters to raise funds.
- **Cultural Secretary:**
 - Plans and organises cultural programs and events.
 - Promotes community engagement through cultural initiatives.
- **Sports Secretary:**
 - Leads sports and recreational activities.
 - Organises tournaments and promotes youth involvement.
- **Education Secretary:**
 - Coordinates educational projects, scholarships, and partnerships.
 - Works to improve educational opportunities in Golapganj.
- **Executive Members (11):**
 - Support all areas of committee activity.
 - Participate in decision-making and task groups.

3.7. Retirement and Removal of Charity Trustees

3.7.1. A charity trustee ceases to hold office if he or she:

(i) retires by notifying the Association in writing (but only if enough charity trustees will remain in office when the notice of resignation takes effect to form a quorum for meetings).

(ii) is absent without the permission of the charity trustees from all their meetings held within a period of six months and the trustees resolve that his or her office be vacated.

(iii) Dies.

(iv) In the written opinion, given to the Association, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting a

3.7.2 Suspension and Removal Process Initiated by Executive Committee

1. The Executive Committee may, by a two-thirds majority vote of its members, pass a vote of no confidence in any trustee, including the Chairperson and General Secretary, where it reasonably believes that the trustee:

- a. Has acted in bad faith, neglected their duties, or violated the organization's policies;
- b. Is unable to perform their responsibilities effectively; or
- c. Has engaged in conduct detrimental to the organization.

2. Upon passing a vote of no confidence, the Executive Committee may suspend the trustee. Suspension shall be temporary and limited to a period not exceeding 45 days, pending investigation or the convening of a members' meeting.

3. Prior to suspension, the affected trustee shall receive written notice specifying the reasons for the proposed suspension and an opportunity to respond in writing or in person.

4. Following suspension, the Executive Committee must convene a general or special meeting of the members within the suspension period to consider the trustee's removal under Clause 15.2 of the Constitution.

- 4. Suspension by the Executive Committee shall not equate to removal. If members do not confirm removal within the specified period, the suspension shall be lifted, and the trustee reinstated with full duties

3.7.3. Removal by General Meeting:

(a) A charity trustee shall be removed from office if a resolution to remove that trustee is proposed at a General meeting of the members called for that purpose and properly convened and the resolution is passed by two third majority of votes cast at the meeting.

(b) A resolution to remove a charity trustee in accordance with this clause shall not take effect unless the individual concerned has been given at least 14 clear days' notice in writing that the resolution is to be proposed, specifying the circumstances alleged to justify removal from office, and has been given a reasonable opportunity of making oral and/or written representations to the members of the Charity.

3.8. Meetings & Notices

3.8.1. Executive Committee Meetings:

- The EC shall meet not less than three times a year.
- The Executive Committee may regulate its meetings and proceedings as it deems fit.
- **Quorum for EC Meetings:** The quorum for any EC meeting shall be one third of the total membership of the EC.
- If the Chairperson is unwilling to chair the meeting, or if the respected chair in question, or is not present within twenty minutes of the time at which a meeting was due to start, the Vice Chair present, or if no Vice Chairs are present, the meeting must appoint a member of the EC to chair the meeting. The appointment of the chairman of the meeting must be the first business of the meeting. The person chairing a meeting in accordance with this article is referred to as “the chairman of the meeting”.

3.8.2. General Meetings (Annual General Meetings - AGM & Special General Meetings - SGM):

- **Annual General Meeting (AGM):** The Annual General Meeting of the Charity shall be held in each year at such time (not being more than fifteen months after the holding of the preceding Annual General Meeting) and place as the EC shall determine. The EC shall present reports and accounts for the preceding year at the Annual General meetings.
- **Special General Meetings (SGM):** All general meetings other than Annual General Meetings shall be called Special General Meetings. The EC may call a special general meeting at any time. The Executive Committee must within 21 days of receiving a written request so to do from at least 100 members of the Association and giving reasons for the request, call a Special General Meeting of the Association.

3.8.3. Notices of Meetings (General Meetings):

- The secretary of the executive committee, or as the case may be an authorised person of the said executive committee must give at least 21 clear days’ notice of any general meeting to all of the members.
- Notices for all meetings provided for in this constitution must be given to relevant members in writing, either in person, sending it by post in a prepaid envelope, or that an an electronic form of notice; to the address or other similar particulars provided by the members.
- The notices for all meetings must indicate the reasons for the meeting and the matters that will be discussed in the meeting.
- A notice shall be deemed to be given 48 hours after the envelope containing it was posted or, in the case of an electronic communication, 48 hours after it was sent.
- The proceedings of a meeting shall not be invalidated because a member who was entitled to receive notice of the meeting did not receive it because of accidental omission by the Association.
- **AGM Specific Notice:** 28 days’ written notice is required for the AGM, and it must include the agenda and any proposed special resolutions.

3.8.4. Quorums for General Meetings:

- **General Meeting Quorum:** The quorum at any General Meeting of the Charity shall be one-tenth (1/10) of the eligible members or 85 members, whichever is less.
- **Constitutional Changes/Dissolution Quorum:** However, for the purpose of considering changes to this constitution, or the dissolution of the organisation, then two thirds ($\frac{2}{3}$) of the members shall be present at a meeting to make a quorum before a decision to change the constitution is taken.
- **Meeting Commencement:** All meetings of the organisation must reach a quorum before they can start.
- **Adjournment:** If a quorum is not present within thirty minutes of the appointed time of the meeting, the meeting must be adjourned or postponed to another date, within fourteen days thereafter.
- **Reconvened Meeting Quorum:** If no quorum is present at the reconvened meeting within thirty minutes of the appointed time, the members present shall be regarded to make up a quorum for that meeting and the meeting will continue as if a quorum is present.

3.9. Voting and Decision Making

3.9.1. At General Meetings:

- **Ordinary Resolutions:** Any decision other than one falling within Clause 3.9.3 shall be taken by a simple majority of votes cast at the meeting. Every eligible member has one vote.
- **Poll Demand:** A resolution put to the vote of a meeting shall be decided on a show of hands unless a poll is duly demanded. A poll may be demanded by the chair or by at least 10% of the members present in person at the meeting.
- **Special Resolutions (e.g., amending the Constitution):** Require approval by two-thirds ($\frac{2}{3}$) majority of members with power to vote present and voting at a General Meeting.
- **Sale of Property:** Requires approval by **two-thirds ($\frac{2}{3}$)** majority of total members present.
- **Casting Vote:** If opposing votes are equal on an issue, then the chairperson in that meeting has either a second or a deciding vote.

3.9.3. Particular Decisions:

- Any decision to remove a trustee must be taken in accordance with Clause 3.7.
- Any decision to amend this constitution must be taken in accordance with Clause 3.14 (Amendment of Constitution).
- Any decision to wind up or dissolve the charity must be taken in accordance with Clause 3.16 (Voluntary winding up or dissolution). Any decision to amalgamate or transfer the undertaking of the charity to one or more other charity must be taken in accordance with the provisions of the Charities Act 2011.

3.10. Income and Property

- All income and property of the Charity must be used solely to advance the Charity's objectives.
- Trustees may be reimbursed from the property of the CIO or may pay out of such property reasonable expenses properly incurred by him or her when acting on behalf of the CIO.
- No Trustee or member may profit personally, directly or indirectly, from the Charity, unless explicitly authorised by law and in accordance with the Charity's governing document and Charity Commission guidance.

3.11. Conflict of Interest

- A charity trustee must:
 - Declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the Charity or in any transaction or arrangement entered into by the Charity which has not previously been declared; and
 - Absent himself or herself from any discussions of the charity trustees in which it is possible that a conflict of interest will arise between his or her duty to act solely in the interests of the Organisation and any personal interest (including but not limited to any financial interest).
- Any charity trustee absenting himself or herself from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of the charity trustees on the matter.

3.12. Co-opted Members & Advisors

- The EC shall have the power to co-opt persons from general members of the Charity to serve on the EC who shall have voting rights in EC proceedings. The number of the co-opted members shall not exceed one-third of the total membership of the EC.
- The EC may appoint a panel of not more than 11 members as Advisors for the benefit of the Charity for same term as their own office. Advisors will normally advise the EC or help the Charity as and when necessary. Advisors will be non-voting.
- The EC may appoint such special or sub-committee as may be deemed necessary by the EC and shall determine their terms of reference, powers, duration, and composition. All acts and proceedings of such special or sub-committees shall be reported back to the EC as soon as possible.

3.13. Membership Oversight by Executive Committee

- The Executive Committee may approve, suspend, or remove members in accordance with Clause 2.4.
- Written notice of 21 days is required before a resolution for removal is proposed.

- Members are entitled to a fair hearing and the opportunity to make representations before a decision on removal is taken.

3.14. Amendment of Constitution (Bylaws)

- Any proposal to alter this constitution must be delivered in writing to the General Secretary of the ASSOCIATION not less than 21 days before the date of the meeting at which it is first to be considered.
- Any alteration will require the approval of both:
 - A simple majority of members of the Executive Committee present and voting at an Executive Committee meeting.
 - A two thirds majority of members with power to vote present and voting at a General Meeting.
- Any alteration of Clause 1 (Name), Clause 2 (Objects), Clause 3.10 (Income and Property), Clause 3.16 (Voluntary winding up or dissolution), this clause, or of any provision where the alteration would provide authorisation for any benefit to be obtained by charity trustees or members of the Organisation or persons connected with them, requires the prior written consent of the Charity Commission.
- No amendment may be made which shall alter the geographical representative character of the EC of the Charity.
- No amendment that is inconsistent with the provisions of the Charities Act 2011 or the General Regulations shall be valid.
- A copy of any resolution altering the constitution, together with a copy of the Organisation constitution as amended, must be sent to the Charity Commission within 15 days from the date on which the resolution is passed. The amendment does not take effect until it has been recorded in the Register of Charities.

3.15. Execution of Documents

- There must be one logo for the charity and every member of the charity must keep the original colour, shape, and background of the logo. All documents related to the charity shall have the logo on it.
- A document is validly executed by signature if it is signed by at least two of the charity trustees and by affixing its seal.

3.16. Voluntary Winding Up or Dissolution

Any decision to wind up or dissolve the charity must be taken in accordance with the provisions of the Charities Act 2011. This requires a two-thirds ($\frac{2}{3}$) majority of members present at a General Meeting called for that purpose.

Part 4: Elections

4.1. General Election Process and Term of Office

- **Frequency:** Elections for the Executive Committee (EC) take place every two years.
- **Term Length:** All elected officers and EC members serve a two-year term.
- **Re-election:** All positions are eligible for re-election, subject to the provisions for geographical representation and rotation as determined by the lottery system outlined in Clause 3.4 of these Bylaws.

4.2. Election Commission (ECo) - Roles and Responsibilities

- **Appointment:** The Executive Committee (outgoing) shall appoint up to three (3) independent individuals as Election Commissioners, one of whom will serve as Chief Election Commissioner, at least 90 days before the Biennial General Meeting (BGM) where the election is due.
- **Role and Independence:** The Election Commission is an independent body whose sole role is to manage the election matters. Its term automatically ends upon the election of the EC and the declaration of the results by the Election Commissioner(s).
- **Support from Executive Committee:** The Executive Committee must provide the Election Commission with:
 - A copy of the nomination fees structure for each position.
 - A verified voter list.
 - The Charity's election rules (contained within these Bylaws) and Code of Conduct.
 - Venue and full administrative support.
 - The geographical representation list as determined by the lottery conducted by the Executive Committee at the Annual General Meeting (Biennial General Meeting - BGM).
- **Advisory Capacity:** The Election Commission may advise the Executive Committee on additional by-laws to support the election process.
- **Membership Applications:** Any new membership applications received on nomination day shall be handed over to the Executive Committee along with the membership fee (but not the nomination fee), so that the Executive Committee can approve and update the membership list.
- **Removal of Election Commissioner:** An Election Commissioner shall be removed from office if a resolution to remove that commissioner is proposed at a General Meeting of the members called for that purpose and properly convened, and the resolution is passed by a simple majority of votes cast at the meeting.
- **Vacancy in Election Commission:**
 - If the Chief Election Commissioner is absent or unable to act, another Election Commissioner may exercise any of the powers and perform any of the duties of the Chief Election Commissioner.

- If the Chief Election Commissioner resigns, another Election Commissioner will assume the duties of the Chief Election Commissioner.
- If any of the commissioners resign, the EC may appoint an individual to fill the vacancy with the recommendation of the Chief Election Commissioner.

4.3. Nomination and Scrutiny Procedures

- **Deadline:** Nominations from members of the Charity from their respective Union Parishads for either honorary officers or members of the EC must be submitted in the prescribed form by both the person nominated and seconded by one bona fide member. These nominations must be in the hands of the Election Commissioner(s) at least 30 days before the corresponding General Meeting.
- **Nomination Papers:** The Election Commission will, upon request, provide any prospective candidate with a nomination paper for completion.
- **Election Commission Restrictions:** Members of the Election Commission are not permitted to subscribe (propose or second) the nomination paper of a candidate standing for election.
- **Formal Submission:** Candidates are required to submit their formal nomination paper by the proposed date to the Election Commission.

4.3.1. Scrutiny of Nominations

- **Process:** The Election Commission shall carefully scrutinize all nomination papers.
- **Verification:** Scrutiny will include verifying eligibility, completeness, and conformity with these Bylaws and election rules. The Election Commission will undertake such inquiries as it deems necessary to decide who should be supported at the election.
- **Disqualification:** In the event that the Election Commission finds a candidate does not meet the eligibility criteria set out in Clause 3.2, they will be disqualified from the election. The candidate will be notified in writing of the disqualification and the reasons for it.
- **Rejection:** Any incomplete, inaccurate, or non-compliant nomination may be rejected with written notice to the candidate, stating the reasons for rejection.
- **Publication of Candidates:** The Election Commission will arrange and publish a list of all nominated candidates and check their validity, together with the names of the proposer and seconder, not less than 21 days before the election. Names of candidates will be listed alphabetically.

4.4. Withdrawal of Candidacy

- **Process:** Candidates may withdraw their candidacy on or before the date and time for withdrawal by candidates, by providing to the Election Commissioner a written notice of withdrawal which is signed by the candidate and attested by a witness.

4.5. Voting Procedures

- **Uncontested Elections (Fewer Candidates than Posts):** If the number of candidates remaining validly nominated for an election after any withdrawals is less than the number of Members to be elected as honorary officers or EC members from any UP, then the candidates who remain validly nominated are to be declared elected uncontested, and remaining posts shall be filled as per Clause 3.4.1 of these Bylaws.
- **Unopposed Elections (Equal Candidates to Vacancies):**
 - If there is no more than one candidate to fill a vacancy, the candidate will be declared elected unopposed at the BGM.
 - If the number of candidates remaining validly nominated for an election after any withdrawals is equal to the number of Members to be elected to the executive committee, those candidates are to be declared elected unopposed.
- **Contested Elections (More Candidates than Vacancies):** Should valid nominations exceed vacancies after any withdrawals, the election shall be conducted by secret ballot by a member of the charity.

4.5.1. Detailed Voting Process:

- **Polling Station Staff:** The Election Commission may appoint additional staff or volunteers to assist with the smooth running of the polling station, including guiding voters and ensuring orderly queues. These staff will be briefed on their duties and the Code of Conduct.
- **Identification:** Members attending to vote may be required to present a form of identification (e.g., membership card, photo ID) to verify their eligibility to vote. This will be communicated in advance by the Election Commission.
- **Ballot Paper Design:** Ballot papers will be clearly designed, listing candidate names, panel emblems (if applicable), and clear instructions for marking votes.
- **Casting Votes:** Votes will be cast in a designated private area within the polling station to ensure secrecy.

4.5.2. Counting Procedures:


- Votes shall be counted by the Election Commission immediately after the close of voting, in a secure environment.
- Candidates or their designated representatives (scrutineers) may be permitted to observe the counting process to ensure transparency, subject to the rules set by the Election Commission.
- **Tie Resolution:** In the event that there is equity of votes between candidates for any vacancy, the Election Commission will determine the successful candidates by the drawing of lots.
- **Seniority:** In the event there is more than one vacancy in any office, then seniority of the position will be according to the number of votes achieved. However, contested candidates shall receive seniority over all uncontested candidates for that particular office.

- **Declaration of Results:** Whether contested or not, the result of the election will be declared at the BGM by the Election Commissioner.
- **Validity of Proceedings:** The proceedings of the Executive Committee shall not be invalidated by any failure to elect or any defect in the election, co-option, or qualification of any member.

4.5.3 Postal Vote

- Postal voting is open to all members of Golapganj Helping Hands (UK).
- Only members who hold a valid GHH Membership ID card are eligible to apply for and cast a postal vote.
- Members must be fully registered and approved by the nomination day as declared by the Election Commission.
- The Executive Committee may decide whether postal voting will be used in any given election, based on circumstances and logistical considerations.

4.5.4 Application for Postal Vote

- To apply for a postal vote, eligible members must send a request to:  electioncommissionghh@gmail.com or contact any member of the Election Commission.
- The request must include the member's full name, membership ID number, and current contact address.
- To obtain a GHH Membership ID card, members must contact the Chairman of the Executive Committee in advance of the postal vote registration deadline.

4.5.5 Registration and Deadlines : The registration deadline for postal voting and the submission deadline for completed postal ballots shall be formally announced by the Election Commission as part of the official Election Schedule.

4.5.6 Submission Guidelines

4.5.7 Postal ballots must be completed as per the instructions and returned in the provided envelope.

4.5.8 Ballots must not be altered or tampered with; doing so will result in disqualification of the vote.

4.5.9 The Election Commission reserves the right to invalidate any ballot that appears fraudulent or compromised.

4.5.10 Security and Confidentiality: All postal ballots will be kept secure and confidential until officially opened for counting.

4.5.11 Votes will be counted in the presence of Election Commissioners and authorized observers only.

4.5.12 Before counting begins, the Election Commission shall declare the total number of postal votes sent and the total number received.

4.5.13 Disqualification : Any member who tampers with a postal vote or applies using false information may be disqualified from voting and face further disciplinary action. Members attempting to vote without a valid Membership ID will be ineligible.

4.6. Panel Emblems

- **Assignment:** Each panel of candidates shall receive a neutral, unique emblem assigned by the Election Commission.
- **Usage:** These emblems must be used on all campaign material.
- **Prohibition:** Misuse, unauthorized alteration, or false representation of panel emblems may lead to disqualification.

4.7. Election Schedule (Illustrative Timeline)

The Election Commission will publish a detailed election schedule at least 60 days prior to the election. This notice must contain details of the known vacancies, the requirement for nomination, and the closing date for nominations. An illustrative timeline is as follows:

- **Day -90:** Executive Committee appoints Election Commissioners.
- **Day -60:** Election Commission publishes Election Schedule (Call for Nominations, details of vacancies, nomination fee structure).
- **Day -30:** Deadline for submission of Nomination Papers to the Election Commission.
- **All other relevant dates and procedures—such as scrutiny of nominations, withdrawal of candidacy, campaign silence period, and polling arrangements—shall be determined and announced by the Election Commission as part of the published schedule.**
- **Election Day (Biennial General Meeting):** Polling takes place, followed by vote counting and declaration of results.

4.8. Complaints (Election-Specific)

- **Lodging a Complaint:** Any member or candidate believing that a breach of these Election Rules or the Code of Conduct has occurred during the election process may lodge a formal complaint in writing to the Election Commission.
- **Timeline for Complaints:** Complaints must be submitted within [Number] hours/days of the alleged breach or the declaration of results (whichever is earlier).
- **Grounds for Complaint:** Complaints must be based on specific alleged breaches of rules, supported by evidence where possible.
- **Investigation by Election Commission:** The Election Commission will investigate all valid complaints promptly and fairly. They may request further information or conduct interviews as deemed necessary.
- **Decision:** The Election Commission will issue a written decision on the complaint, including their findings and any remedies or actions to be taken, within 7 days of receiving the complaint. The decision of the Election Commission shall be final.
- **Disciplinary Action:** Any individual found to have breached this Code of Conduct or the Election Rules may face disciplinary action, including but not

limited to: a formal warning, public reprimand, disqualification from the current election, disqualification from future elections for a specified period, or, in severe cases, termination of membership in accordance with the Charity's Constitution.

4.9. Data Protection and Privacy (Election-related)

- **Confidentiality:** All personal data collected during the election process (e.g., voter lists, nomination details, Basic Disclosure information) will be treated with strict confidentiality.
- **Compliance:** This data will be processed and stored in accordance with relevant data protection regulations (e.g., GDPR in the UK).
- **Access:** Access to sensitive data will be limited to the Election Commission and authorized personnel of the Executive Committee who require it for the legitimate purpose of conducting the election.
- **Retention:** Data will be retained only for as long as necessary to fulfil the purposes of the election and any subsequent audit or dispute resolution, after which it will be securely disposed of.

4.10. Training and Briefings (Election-related)

- **Candidate Briefings:** The Election Commission *may* offer an optional briefing session for all prospective candidates and their panels prior to the start of the official campaign period. This session will cover the election rules, Code of Conduct, nomination process, and answer any questions. Attendance is highly encouraged to ensure all parties are fully aware of their responsibilities.

4.11. Executive Committee's Role in Supporting Elections

1. **Appointment of Election Commission:** The Executive Committee must appoint three (3) independent individuals as Election Commissioners, one of whom will serve as Chief Election Commissioner, at least 90 days before the election. The Committee may also appoint observers and an Election Coordinator if necessary.
2. **Support to Election Commission:** The Executive Committee must provide:
 - Verified voter list.
 - Election rules (as part of these Bylaws).
 - Code of conduct (as part of these Bylaws).
 - Administrative and necessary support for smooth election conduct.

4.12. Committee Handover

- **Requirement:** A comprehensive handover is required whenever current committee members are being replaced by new committee members after annual elections or as a result of a resignation.

- **Timeline:** The handover process to new committees should not exceed 45 days from the date of the election results.
- **Handover Meeting:** The outgoing committee must set up a handover process meeting as soon as possible to avoid delays. Disregarding the 45-day handover period may lead to disciplinary action.
- **Objective:** The objective of a "Hand-Over Meeting" is to ease the transfer of functions of the President, Secretary, and Treasurer, and to pass on all relevant documentation (on paper and in electronic format) pertaining to those positions, including the charity's logo, accounts, company directorship, etc.

4.13. Dissolution of Election Commission

- **Term Conclusion:** The Election Commission's term automatically ends immediately after the declaration of election results at the General Meeting.

Part 5: Code of Conduct

5.1. General Code of Conduct (Applicable to All Members)

All Executive Committee members and general members must:

- Maintain dignity and respect in all interactions related to the Charity.
- Be honest, transparent, and act solely in the Charity's best interest.
- Avoid personal attacks, foul language, or discrimination of any kind.

5.2. Code of Conduct for Executive Committee Members

5.2.1. Commitment to the Charity's Mission

- Act in accordance with the charitable objectives set out in the Constitution (these Bylaws).
- Prioritise the needs of beneficiaries and uphold the public trust placed in the charity.
- Represent the values and vision of GHH UK both in and outside formal meetings.

5.2.2. Integrity and Honesty

- Carry out duties honestly, ethically, and transparently.
- Declare any conflicts of interest and follow procedures for withdrawal from decision-making when necessary (as per Clause 3.11).
- Never use the charity's name or resources for personal gain or private purposes.

5.2.3. Accountability and Responsibility

- Attend Executive Committee meetings regularly and participate actively.
- Prepare for meetings by reviewing papers in advance and contributing thoughtfully.

- Take ownership of tasks or responsibilities assigned and follow through reliably.
- **Consequences of Breach:** Violations of this Code may result in: Formal warning, Suspension from EC duties, Removal from the Executive Committee (subject to constitutional procedures outlined in Clause 3.7), Referral to an independent panel if necessary.

5.2.4. Confidentiality

- Maintain confidentiality on all sensitive matters and discussions within the committee.
- Do not disclose confidential or personal information to third parties without prior approval.

5.2.5. Respect and Conduct

- Treat fellow members, staff, volunteers, and community members with respect and dignity.
- Avoid personal attacks, discriminatory remarks, foul language, or disruptive conduct.
- Refrain from spreading misinformation, defamation, or unverified claims.

5.2.6. Teamwork and Collaboration

- Work constructively and cooperatively with other committee members.
- Respect majority decisions once made and support collective outcomes.
- Uphold unity and foster a positive, inclusive, and collaborative environment.

5.2.7. Compliance with Rules

- Adhere to the GHH UK Constitution (these Bylaws), this Handbook, and relevant UK charity law.
- Follow internal procedures including election rules, financial controls, and membership decisions.

5.2.8. Social Media & Public Communication

- Refrain from publishing defamatory, inaccurate, or harmful content about GHH UK or its members.
- The Chair or Secretary or any authorised person by the Executive Committee may speak on behalf of the organisation in public or to the media.

5.2.9. Declaration

- Each EC member must sign a Code of Conduct Declaration Form upon taking office, affirming their understanding and commitment to these principles.

5.3. Executive Committee Code of Conduct Acknowledgement

"I, the undersigned, acknowledge that I have read, understood, and agreed to comply with the Golapganj Helping Hands UK Executive Committee Handbook and Code of Conduct. I understand that failing to adhere to the Code of Conduct may result in disciplinary action, including removal from the Executive Committee, in accordance with the Constitution (these Bylaws)."

Part 6: Dispute Resolution

- In the event of any dispute arising among the members, the Advisors may act as arbitrators upon the request from the EC.
- In the event of no appointed advisory committee then the executive committee will nominate five neutral respected persons within the charity to solve the disputes and both parties shall respect their decision.
- If a dispute cannot be resolved by the charity, the parties involved in the dispute must first try in good faith to settle the dispute via internal or external mediation before resorting to litigation.

Part 7: Final Notes

- The Executive Committee must act with: Integrity, Transparency, Accountability, and Unity.
- This Handbook (Bylaws) must be reviewed every two years together with the Constitution and Election Handbook.