

CONSTITUTION OF THE BRITAIN-NEPAL ACADEMIC COUNCIL

NAME

1. The Council shall be styled:

‘The Britain-Nepal Academic Council’.

OBJECTIVES

2. The objective of this Council shall be to advance the education of the public about Nepal and Nepalese life, including art, archaeology, anthropology, development, economy, health, history, literature, music, law, politics, and other such subjects as the trustees may from time to time determine.

MEMBERSHIP

3. There shall be three classes of members of the Council, to be called respectively:
 - (1) Ordinary Members.
 - (2) Associate Members.
 - (3) Institutional Members.

ORDINARY MEMBERS

4. (a) Ordinary Members of the council shall be such individuals who hold established positions in, and/or are employed by the universities, research institutions, libraries and/or museums of Great Britain or Northern Ireland, as academics or researchers with an interest in Nepal, as shall signify to the General Secretary of the Executive Committee their wish to become members, shall duly pay their subscriptions as the Executive Committee may from time to time determine, and shall conform to the rules of the organisation; provided that no-one shall become an Ordinary Member until her or his acceptance as such has been formally notified to her or him by the General Secretary, and that, before such notification, the Executive Committee may, if it thinks fit, after giving the candidate an opportunity of explanation, refer the question of the acceptance of any Ordinary Member to the next or any general meeting of the Council, whose decision shall be final.
 - (b) Those Founding Members who were present at the meeting of 23 May 2000 held at the School of Oriental and African Studies of the University of London to found the Council and those who had expressed an interest in attending the meeting but were unable to do so for various reasons and subsequently agreed to

participate in the Council shall automatically become Ordinary Members of the Council.

ASSOCIATE MEMBERS

5. Associate Members shall be:
 - (a) Ordinary Members who have ceased to hold a post in Great Britain or Northern Ireland entitling them to Ordinary membership under Rule 4 who have expressed their desire to become Associate Members; provided that such persons shall, on resuming any such post, cease to be Associate Members, but shall be entitled to resume their positions as Ordinary Members under Rule 4.
 - or*
 - (b) Any individual who is an undergraduate, Master's, or doctoral student in Great Britain or Northern Ireland, or who has a research interest in Nepal and has expressed their desire to become an Associate Member. Associate Members shall have the same voting and other rights as Ordinary Members, except that they may not vote on changing the constitution and may not stand for the positions of Chair and General Secretary.

INSTITUTIONAL MEMBERS

6. Any British and Northern Irish institution which employs, or houses in established positions academics, researchers, and/or individuals with an interest in Nepal, who would fall within Rule 4 shall be entitled to apply to the Executive Committee to become an institutional member, paying such annual subscription as the Executive Committee may from time to time determine. Those individuals employed, or housed in established positions as academics, researchers and/or individuals with an interest in Nepal associated with such an institution shall be entitled to attend the Council's annual conference and other events on the same basis as Ordinary Members, save only that neither an institutional member nor academics, researchers, and/or individuals with an interest in Nepal employed, or housed in established positions within it shall be entitled to attend or vote at the Executive Committee or General Meeting of the Council.

SUBSCRIPTIONS

7. The expenses of the Council may be met from any subscriptions of Ordinary, Institutional and Associate Members of the Council as determined by the Executive Committee from time to time and from such funds as the Council may by donation or otherwise acquire. The amount of the annual subscription of each Ordinary and Associate Members may be prescribed from time to time by the Executive Committee and shall be payable with the application to join the Council and thereafter at the beginning of each calendar year. Associate Members elected under Rule 5 shall have an option at the time of their election of paying a life subscription of an amount to be prescribed from time to time by the Council. No Ordinary Member or Associate Member shall vote at any meeting or election

whilst her or his subscription is in arrears; and a delay of two years in payment of any subscription shall *ipso facto* in the absence of an excuse satisfactory to the Executive Committee be equivalent to resignation by the member concerned.

THE FUNDS OF THE COUNCIL

8. (1) All subscriptions and other property received for the purposes of the Council shall be kept by the Treasurer under the supervision of the Executive Committee. The Executive Committee shall have power to direct or approve the expenditure of the Council's funds in such manner as they think fit in accordance with these rules.
- (1) The Executive Committee may allow any of the funds of the Council to remain at any bank in the name of the Council and may authorise an Officer to draw cheques thereon.

OFFICERS

9. The officers of the Council shall be the Chairperson, a General Secretary, and a Treasurer.

ELECTION OF OFFICERS

10. (a) The officers of the Council shall be elected from among the Ordinary Members of the Council at its general meeting by the members present thereat (with the exception that Associate Members shall also be eligible to take up the post of Treasurer *and that an elected Chair and/or Secretary who becomes an Associate Member during their tenure of office may be entitled to complete that tenure*)¹. No Member shall (save as hereinafter provided) be eligible, unless her or his name, together with those of her or his proposer and seconder, shall appear as that of a candidate for the office in question in the summons convening the meeting, or in some notice despatched by post or e-mail to each member of the Council at least seven days before the meeting. It shall be the duty of the General Secretary to circulate all nominations in due time for the general meeting; and, in the event of no nomination for an office having been received before the issue of the summons convening the meeting, it shall be the duty of the retiring Council to present a suitable nomination at the meeting.
- (b) Officers shall in each instance, be elected for 4 (four) years only, but shall be eligible for re-election. Any casual vacancy occurring among the officers of the Executive Committee may be provisionally filled by the Executive Committee until the next general meeting or election of the Executive Committee respectively. A general meeting of the Council may, if it sees fit, also elect members to assume the offices of the Council in the second elective period following the meeting at which the election is held. Nomination for such elections shall be proposed, seconded and circulated in the same manner as other nominations for election.

¹ Text in italics was added by the General Meeting, 17/04/2018, Durham University

(c) The officers of the Council elected at the meeting of 23 May 2000 held at the School of Oriental and African Studies of the University of London to found the Council shall remain in office until new officers have been elected in accordance with this Constitution.

DUTIES OF OFFICERS

11. The Chairperson shall function as the Council's chief executive officer and preside at all meetings of the Council; shall appoint committees, except as otherwise determined by the Executive Committee; and shall perform such other duties as the Executive Committee may assign to the Chairperson. In the absence of the Chairperson the duties of that office shall devolve upon another individual to be designated by the Chairperson, or, if there be no Chairperson, or if the Chairperson is unable to act, by the Executive Committee. The General Secretary shall keep the records and conduct the correspondence of the Council and shall perform such other duties as may be assigned to the General Secretary by the Council or by the Executive Committee. The Treasurer shall receive and have the custody of the funds of the Council and shall invest and disburse them subject to the rules and under the direction of the Executive Committee. The Officers shall also perform any duties elsewhere prescribed by Council Rules.

EXECUTIVE COMMITTEE

12. The affairs of the Council shall be managed by an Executive Committee, consisting of the Officers of the Council referred to in Rule 9, and a minimum of two and a maximum of ten other Ordinary or Associate Members elected as Executive Committee Members under the provisions of this Constitution. The two immediate past Chairs of BNAC shall be members of the Executive Committee *ex officio*. Other Ordinary and/or Associate Members (up to a maximum of eight) shall be elected for periods of four years, but shall be eligible for re-election, with (up to) four members coming up for election every two years. Subject to the control of any general meeting, the Executive Committee shall be entitled to take any action on behalf of the Council which it shall deem to be conducive to the interests of the Council. It shall be the duty of the Executive Committee to present at each general meeting a printed report of its proceedings in the previous year.

CO-OPTED MEMBERS OF THE EXECUTIVE COMMITTEE

13. The Executive Committee may from time to time co-opt, for any period not exceeding 2 (two) years, not more than 4 (four) Ordinary Members of the Council to serve on the Executive Committee. Co-opted members shall put themselves forward for election with other Executive Committee members at the next available election.

ELECTION PROCEDURE

14. The rules of election pertaining to the election of the officers of the Council shall be drafted from time to time by the Executive Committee in a separate document, and shall be available for distribution amongst all Ordinary and Associated Members, who may rescind or amend the same document at any general meeting of the Council by a two-thirds majority of the Ordinary Members and Associate Members present and voting provided that the conditions of Rule 19 below is also satisfied.

SPECIAL COMMITTEES

15. The Council may, at any general meeting, elect such special committees as it may from time to time deem desirable and may prescribe the duties and powers of such committees, including the power to take executive action; provided that no such special committee shall be empowered to undertake any of the functions hereby specifically entrusted to the Executive Committee.

GENERAL MEETING

16. The general meeting of the Council shall be held at least once in every two years on a date to be fixed by the Executive Committee. The Chairperson shall have power to summon a special general meeting whenever she or he may deem it advisable to do so; and she or he shall do so on being thereto requested in writing by ten Ordinary Members of the Council. At any general meeting, the Chairperson shall take the Chair; but in the absence of her or him the meeting shall elect a Chairperson.

BUSINESS OF THE GENERAL MEETING

17. The business at the general meeting shall include, unless the meeting otherwise decides,
 - (i) an appropriate welcome address;
 - (ii) apologies for absence;
 - (iii) minutes of the last general meeting;
 - (iv) specific agenda items.

EXPULSION

18. Any member of the Council who may be guilty of any conduct which in the opinion of the Executive Committee renders her or his membership detrimental to the interests of the Council may be requested to resign, if she or he refused to do so, may be expelled, by a resolution of the Executive Committee, subject to an opportunity being given to her or him to explain her or his conduct. Any such resolution shall require a majority of not less than two-thirds of the Executive Committee present and voting.

ALTERATIONS

19. Any of these Rules may be rescinded or amended by a resolution passed at any general or special general meeting of the Council by a two-thirds majority of the Ordinary Members present and voting; provided that;
- (i) such a majority shall consist of not less than ten Ordinary Members;
 - (ii) notice of such resolution, stating the nature of the proposed alternation and the names of the proposer and seconder, shall have reached the General Secretary at least fourteen days before the date fixed for the meeting;
 - (iii) in the event of a resolution being passed to rescind or amend any part of Rules 1 to 5 and Rule 12, or this Rule, such resolution shall not be effective until confirmed by a simple postal or email ballot to be conducted within two months after the date of the meeting at which it was passed;
 - (iv) no amendment alternation or deletion shall be made to Rule 2 or this Rule that would cause the Council to cease to be a Charity in law.

ACCOUNTS

20. The officers of the Council shall comply with the accounting requirements of the Charities Act 1993, relevant to the income/expenditure level of the Council, with regard to:
- the keeping of accounting records of the Council;
 - the preparation of annual statements of account for the Council;
 - the auditing, or independent examination, of the statements of account of the Council; and
 - the preparation of an annual report and the sending of it together with the statements of account to the Charity Commission.

BANK ACCOUNT

21. Any bank account in which any assets of the Council are deposited shall be operated by the Executive Committee and shall be held in the name of the Council. All cheques and orders for the payment of money from such account shall be signed by the Chairperson and the Treasurer.

THE SEAT

22. The seat of the Council shall be the institution where the Chairperson is based or a place designated by the Chairperson in consultation with other members of the Executive Committee.

PERSONAL INTERESTS

23. Except with the prior written approval of the Charity Commissioners no member of the Executive Committee or Trustee may:
- (1) receive any benefit in money or in kind from the Council; or
 - (2) have a beneficial interest in the supply of goods or services to the Council;
- or

- (3) acquire or hold any interest in property of the Council (except in order to hold it as an officer of the Council).

DISSOLUTION

24. The Council may be dissolved or disbanded by a resolution passed at any general or special general meeting of the Council by a two-thirds majority of the Ordinary Members present and voting, provided that such resolution is confirmed by a two-thirds majority of the Ordinary Members voting in a postal ballot to be conducted within two months after the date of the meeting at which it was passed.

APPLICABLE LAW

25. The Law of England shall apply to the matters relating to the Council.