

(Charity No. 1063008)



THE NURSES ASSOCIATION OF JAMAICA (UK)

CONSTITUTION

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NURSES ASSOCIATION OF JAMAICA (UK)

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CONSTITUTION

Foreword

This Constitution sets out how the Nurses Association of Jamaica NAJ (UK) a charitable organisation will be governed. NAJ (UK) will work with members, trustees, patrons and partners to achieve its charitable aims and objects for public benefit. In order to raise funds ~~to~~ advance the objects of NAJ (UK), sponsorship will be sought.

PART 1

1. Adoption of the Constitution

The Nurses Association of Jamaica NAJ (UK) its Branches and assets will be administered and managed in accordance with the provisions in this document, including the appendices.

2. The Name

Nurses Association of Jamaica NAJ (UK), hereafter in this document is referred to as NAJ (UK).

2.1 Address

Headquarters Address: PO Box 1270, Croydon Surrey CRO 3DA

3. Administration

Subject to the matters set out below NAJ (UK) its Branches and assets shall be managed in accordance with this constitution by the Management Committee of NAJ (UK).

4. The Objects

The NAJ (UK) objects are to improve the health of our communities by:

Promoting the study and practice of Nursing, Midwifery and Health Visiting particularly through continuing education and the application of research.

5. Trustees

NAJ (UK), its Branches and assets shall be administered by the Trustees, and supported by Officers. The Management Committee comprises the Trustees, elected Officers and other members elected in accordance with this constitution.

5.1 The Trustees and Officers shall be those persons elected as Trustees and Officers at the meeting at which this constitution is adopted.

- 5.2 No one may be appointed as Trustee if he or she would be disqualified from acting under the provisions of Appendix 1.3
- 5.3 A Trustee may not appoint anyone to act on his or her behalf at meetings of the Trustees.
- 5.4 The number of Trustees shall be not less than three and not be more than seven unless otherwise determined by a resolution of NAJ(UK) at an Annual General Meeting, (AGM)
- 5.5 A Trustee must be a paid up member of NAJ (UK).

6. The Management Committee

- 6.1 The Management Committee which comprises the Trustees shall consist of not less than seven and no more than eleven members of which the following three post holders must be Trustees:
 - The President of NAJ (UK)
 - Treasurer
 - Secretary

The remaining four Trustees post may be nominated from the Management Committee, namely:

- Branch Chairs (2)
 - Public Relations Officer
 - Vice Presidents
- 6.2. The Management Committee may co-opt persons with specific skills and expertise to support the management team work plan.
- 6.3. Members of the Management Committee shall hold their designated office for no more than two consecutive terms consisting of two years each term.
- 6.4. The Chair of the Management Committee (President of NAJ (UK) shall hold office for no more than two consecutive terms consisting of three years each term.
- 6.5. Members of the Management Committee will be elected at a Annual General Meeting
- 6.6. Members of the Management Committee who have reached the end of their term of office may be re-elected into another post. After a break of two years from their designated post they are eligible for re-election at an Annual General Meeting (AGM).
- 6.7. In extenuating circumstances if no nominations are forth coming for the Trustees' and Officers' designated posts when they become vacant, the existing Trustees and Officers will retain their post until such time as new nominations are confirmed.

7. Membership of NAJ (UK)

- a) Membership is open to individuals over eighteen years old who are interested in furthering the objects of NAJ (UK) and who have paid the annual subscription approved by the Management Committee.
- b) Membership representative is not transferrable to another individual.

7.1. Members will be:

- a) Nurses, Midwives and Health Visitors
- b) Allied and Social Care Professionals
- c) Students studying for Nursing, Allied and Social Care Professional qualification.
- d) No individual may be a member if he or she is in contravention of his or her own professional or organisational standards of behavior or practice.
- e) Members are expected to;
 - Be open, honest, act with integrity and uphold the reputation of their profession and NAJ(UK)
 - Demonstrate a personal and professional commitment to equality and diversity

7.2 Members' Rights

- a) All members may attend meetings regularly and participate in the decision making of NAJ.
- b) All members have an individual right to vote (one member one vote) as he/she sees fit.
- c) When or if there is an equality of votes the person who is chairing the meeting shall have a casting vote in addition to any other vote he or she may have.

7.3. Honorary Membership

This will be determined by the Management Committee. Members may include:

- a) Founder members
- b) Persons who have served for approximately 25 years
- c) Persons who possess the ability to enhance the profile of NAJ(UK)

7.4. Requirements for Presidency

- a) The president shall be a paid-up, and active member of NAJ (UK)
- b) The candidate must:

- Demonstrate a record of serving as an elected officer for at least five years.
 - Demonstrate possession of relevant, current skills and knowledge in Health and Social Care.
 - Demonstrate management and leadership skills relevant to a social networking charitable organisation.
- c) If elected will serve two terms of office, exceeding no more than six years.

7.5. Patrons

The Management Committee in consultation with the members will invite prominent members of the community to be Patrons of NAJ (UK) and will be:

- a) A honorary position
- b) Appointed on the basis of their ability to enhance the profile of NAJ (UK)
- c) Committed to support and be active in the fund raising activities of NAJ (UK) in order to achieve its objects
- d) In consultation with the members, the Management Committee may withdraw the status of Patron at any time.

7.6. Refusal of Membership

The Management Committee may only refuse an application for membership if, acting reasonably and properly, they consider it not to be in the best interests of NAJ (UK). The Management Committee must;

- a) Inform the applicant in writing of the reasons for the refusal within twenty-one days of the decision.
- b) Consider any written representations the applicant may make about the decision.
- c) Keep a register of names and addresses of the members and comply with the Data Protection Act and ensure confidentiality is maintained.
- d) The Management Committee decision following any written representations must be notified to the applicant in writing and shall be final.

7.7. Termination of Membership

7.7.1. Membership is terminated if:

- a) The member dies or if the organisation ceases to exist

- b) The member resigns by written notice to NAJ (UK) unless, after the resignation, there would be less than five members
- c) Any sum due from the member to NAJ (UK) is not paid in full within three months of the due date
- d) The member is removed from membership by a resolution of the Management Committee 'that it is in the best interests of NAJ (UK) that his or her membership is terminated.

7.7.2. A resolution to remove a member from membership may only be passed if:

- the member has been given at least twenty-one days' notice in writing of the meeting, of the Management 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 NAJ (UK) has been allowed to make representations to the meeting.
- Following a fair and transparent investigation, the Management Committee may terminate the membership of any individual whose case has been proven to bring the organization into disrepute.

8. Application of Income and Assets

- 8.1. The income and assets of NAJ (UK) shall be applied solely towards the promotion of the Objects of the organisation.
- 8.2. A Trustee may authorise reasonable expenses to be paid from the assets of NAJ (UK) for reasonable expenses properly incurred on behalf of NAJ (UK), on presentation of a valid receipt.
- 8.3. The Trustee may authorise the purchase of indemnity insurance against any liability that, by virtue of any rule of law would otherwise attach to a Trustee, Management Committee and members of NAJ (UK) in respect of any negligence, default breach of duty or breach of trust of which he or she may be guilty in relation to NAJ(UK) but excluding;

Fines;

- Costs of unsuccessfully defending criminal prosecutions for offences arising out of fraud, dishonesty, willful or reckless misconduct of the Trustee or other officers
- liabilities to NAJ (UK) that result from conduct that the Trustees, Management Committee members and other members knew, or ought to have known was not in the best interest of NAJ (UK) or in respect of which the person concerned did not care whether that conduct was in the best interests of NAJ (UK) or not.

- 8.4. No Trustee or Management Committee Member may be paid or receive any other benefit for being a Trustee or Committee Member.
- 8.5. A Trustee or Management Committee Member may:
- (a) Sell goods, services or any interest in land to NAJ (UK)
 - (b) Be employed by or receive any remuneration from NAJ (UK)
 - (c) Receive any other financial benefit from NAJ (UK),
- If:*
- (d) He or she is not prevented from so doing by the Charity Commission's prior consent.
 - (e) The benefit is authorised by the Management Committee
- 8.6 (a) If it is proposed that a Management Committee Member should receive a benefit from NAJ (UK) he or she must:
- Declare his or her interest in the proposal
 - Be absent from that part of any meeting at which the proposal is discussed and take no part in any discussion of it
 - Not be counted in determining whether the meeting is quorated
 - Not vote on the proposal.
- 8.7 Management Committee members who do not stand to receive the proposed benefit must be satisfied that it is in the interests of NAJ (UK) to contract with or employ that member rather than with someone who is not an Officer and they must record the reason for their decision in the minutes. In reaching those decision the Management Committee must balance the advantage of contracting with or employing that Member against the disadvantage of doing so (especially the loss of the Member's services as a result of dealing with the Officer's conflict of interest).
- 8.8 The Trustees / Management Committee may only authorise a transaction if the Trustee body comprises a majority of Trustees who have not received any such benefit.
- 8.9 If the Trustees / Management Committee fail to follow this procedure, the resolution to confer a benefit upon the Trustee will be void and the Trustee must repay to the NAJ (UK) the value of any benefit received by the Trustee from the NAJ (UK).
- 8.10 A Trustee or Committee member must absent himself or herself from any discussions of the Trustees in which it is possible that a conflict will arise between his other duty to act solely in the interests of the NAJ (UK) and any personal interest (including but not limited to any personal financial interest) and take no part in the voting upon the matter.

- 8.11 Trustee, shall include any person, firm or company connected with the Trustee (declaration of interest).

9. Dissolution.

- 9.1 If the members resolve to dissolve NAJ (UK) the Trustees will remain in office as NAJ (UK) Trustees and be responsible for winding up the affairs of NAJ (UK).
- 9.2 The Trustees must collect in all the assets of NAJ (UK) and must pay or make provision for all the liabilities of NAJ (UK).
- 9.3 The Trustees must apply any remaining assets:
- a) Directly for the Objects;
 - b) By transfer to any charity or charities for purposes the same as or similar to NAJ(UK);
 - c) In such other manner as the Charity Commissioners for England and Wales ("the Commission") may approve in writing in advance.
- 9.4 NAJ (UK) members may pass a resolution before or at the same time as the resolution to dissolve NAJ (UK) specifying the manner in which the Trustees are to apply the remaining assets of NAJ (UK) and the Trustees must comply with the resolution.
- 9.5 In no circumstances shall the net assets of NAJ (UK) be paid to or distributed among the members of NAJ (UK) (except to a member that is itself a charity).
- 9.6 The Trustees must notify the Commission promptly that NAJ (UK) has been dissolved. If the Trustees are obliged to send NAJ (UK) accounts to the Commission for the accounting period which ended before its dissolution, they must send NAJ (UK)'s final accounts.

10 Amendments.

- 10.1 Any provision contained in the constitution may be amended provided that:
- a) No amendment may be made that would have the effect of making NAJ (UK) cease to be a charity at law;
 - b) No amendment may be made to alter the Objects if the change would not be within the reasonable contemplation of NAJ (UK) members or donors to NAJ (UK);
 - c) No amendment may be made without the prior written consent of the Commission;
 - d) Any resolution to amend this constitution is passed by not less than two thirds of the members present and voting at a general meeting.

10.2 Any provision contained in this constitution may be amended, provided that any such amendment is made by resolution passed by a majority (two thirds) of NAJ (UK) members present and voting at a general meeting.

10.3 A copy of any resolution amending this constitution must be sent to the Commission within twenty one days of it being passed.

Signatures of Trustees

.....
P. Lewis

.....
[Signature]

.....
L. Meinh

.....
H. Graft

.....
W. E. Lewis

Date: 22/9/2012

APPENDIX 1 - Trustees / Management Committee Member.

1. The Appointment of Trustees / Management Committee Member.

- 1.1 Any member of NAJ (UK) who is willing to act as a Trustee or Management Committee Member may be appointed, to act as Officers.
- 1.2 No-one may be elected as Trustee or a Management Committee member at any Annual General Meeting unless prior to the meeting, NAJ (UK) is given notice that:
 - a) A nomination form is signed by a member entitled to vote at the meeting;
 - b) The form states the member's intention to propose the appointment of a person as a Trustee or as an Officer;
 - c) The form is signed by the person who is to be proposed to show his or her willingness to be appointed.
2. a) The appointment of a Trustee, whether by NAJ (UK) in general meeting or by the other Trustees, must not cause the number of Trustees to exceed any number fixed in accordance with this constitution.

b) The Trustees / Management Committee **may** not appoint a person to be a Member if that person has already been elected or appointed to that office and has not vacated the office.

2. Powers of Trustees

- 1) The Trustees must manage the business of NAJ (UK) and they have the following powers in order to further the Objects (but not for any other purpose):
 - a) To raise funds. In doing so, the Trustees must not undertake any substantial permanent trading activity and must comply with any relevant statutory regulations;
 - b) to buy, take on lease or in exchange, hire or otherwise acquire any assets and to maintain and equip it for use;
 - c) To sell, lease or otherwise dispose of all or any part of the assets belonging to NAJ (UK). In exercising this power, the Trustees must comply as appropriate with sections 36 and 37 of the **Charities Act 1993**;
 - d) To borrow money and to charge the whole or any part of the assets belonging to NAJ (UK) as security for repayment of the money

borrowed. The Trustees must comply as appropriate with sections 38 and 39 of the Charities **Act 1993** if they intend to mortgage land;

- e) to co-operate with other charities, voluntary bodies and statutory authorities and to exchange information and advice with them;
 - f) to establish or support any charitable trusts, associations or institutions formed for any of the charitable purposes included in the Objects;
 - g) to acquire, merge with or enter into any partnership or joint venture arrangement with any other charity formed for any of the Objects;
 - h) to set aside income as a reserve against future expenditure but only in accordance with a written policy about reserves;
 - i) to obtain and pay for such goods and services as are necessary for carrying out the work of NAJ(UK);
 - j) to open and operate such bank and other accounts as the Trustees consider necessary and to invest funds and to delegate the management of funds in the same manner and subject to the same conditions as the trustees of a trust are permitted to do by the Trustee Act 2000;
 - k) Providing personal and professional support and mentorship to members as they progress through their chosen specialty.
 - l) Influencing decision making which affects health and social care in all areas locally, nationally and internationally.
 - m) Establishing working partnerships with communities and the Nurses Association of Jamaica to develop projects and to fund raise in order to support health and social care needs in Jamaica.
- 2) To do all such other lawful things as are necessary for the achievement of the Objects;
 - 3) No alteration of this constitution or any special resolution shall have retrospective effect to invalidate any prior act of the Trustees.
 - 4) Any meeting of Trustees at which a quorum is present at the time the relevant decision is made may exercise all the powers exercisable by the Trustees.

3. Disqualification and Removal of Trustees/ Committee Member.

A Trustee shall cease to hold office if he or she:

- (1) Is disqualified from acting as a Trustee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
- (2) Ceases to be a member of NAJ (UK);

- (3) Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
- (4) Resigns as a Trustee by notice to NAJ (UK) (but only if at least two Trustees will remain in office when the notice of resignation is to take effect); or
- (5) Is absent without the prior agreement of the Trustees from all their meetings held within a period of three consecutive meetings within the year and the Trustees will resolve that his or her office be vacated.

4. Proceedings of Trustees

- (1) The Trustees may regulate their proceedings as they think fit, subject to the provisions of this constitution.
- (2) Any Trustee may call a meeting of the Trustees.
- (3) The secretary must call a meeting of the Trustees if requested to do so by a Trustee.
- (4) Questions arising at a meeting must be decided by a majority of votes.
- (5) In the case of an equality of votes, the person who chairs the meeting shall have a second or casting vote.
- (6) No decision may be made by a meeting of the Trustees unless a quorum is present at the time the decision is purported to be made.
- (7) The quorum shall be four or the number nearest to one third of the total number of the Management Committee, whichever is the greater or such larger number as may be decided from time to time by the Trustees
- (8) A Trustee shall not be counted in the quorum present when any decision is made about a matter upon which that Trustee is not entitled to vote.
- (9) If the number of Trustees is less than the number fixed as the quorum, the continuing Trustees or Trustee may act only for the purpose of filling vacancies or of calling a general meeting.
- (10) The resolution in writing may comprise several documents containing the text of the resolution in like form each signed by one or more Trustees.

5. Delegation

- (1) The Trustees may delegate any of their powers or functions to a committee of two or more Trustees but the terms of any such delegation must be recorded in the minute book.

- (2) The Trustees may impose conditions when delegating, including the conditions that:
- the relevant powers are to be exercised exclusively by the committee to whom they delegate;
 - No expenditure may be incurred on behalf of NAJ (UK) except in accordance with a budget previously agreed with the Management Committee.
- (3) The Trustees may revoke or alter a delegation.
- (4) All acts and proceedings of any committees must be fully and promptly reported to the Trustees.

6. Irregularities in Proceedings

- (1) All acts done by a meeting of Trustees, or of the management committee of , shall be valid notwithstanding the participation in any vote of a Trustee:
- who was disqualified from holding office;
 - who had previously retired or who had been obliged by the constitution to vacate office;
 - who was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise,
- if, without:
- the vote of that Trustee; and
 - the Trustee being counted in the quorum, the decision has been made by a majority of the Trustees at a quorate meeting.
- (2) Trustees should not to keep any benefit that may be conferred upon him or her by a resolution of the Management Committee of if the resolution would otherwise have been void.
- (3) NAJ (UK) in general meeting, shall be invalidated by reason of the failure to give notice to any Trustee or member or by reason of any procedural defect in the meeting unless it is shown that the failure or defect has materially prejudiced a member or the beneficiaries of NAJ (UK).

APPENDIX 2 - Meetings

1. Annual General Meetings (AGM)

- 1) NAJ (UK) must hold an AGM within twelve months of the date of the adoption of the constitution.
- 2) An AGM must be held in each subsequent year and not more than fifteen months may elapse between successive annual general meetings.
- 3) Every AGM shall be called by the Management Committee. The Secretary shall give at least 30 days' notice of the Annual General Meeting to all the members of NAJ (UK).
- 4) All the members NAJ (UK) shall be entitled to attend and vote at the meeting.
- 5) Before any other business is transacted at the first Annual General Meeting the persons present shall appoint a Chairman of the meeting.
- 6) The Management Committee shall present to each Annual General Meeting the report and accounts of NAJ (UK) for the preceding year.
- 7) Nominations for election to the Management Committee and Branch Offices must be made by paid up members of NAJ (UK) in writing and must be in the hands of the Secretary of the Management Committee at least 28 days before the Annual General Meeting.
- 8) Should nominations exceed vacancies, election shall be by ballot.
- 9) Postal votes shall be accepted if received 7 days prior to the date of the AGM

2. Meetings

NAJ (UK) will have the following meetings annually:-

- (1) Management Committee Meetings will be held quarterly and not less than three meetings annually.
- (2) All Branches will hold at least ten meetings but not less than nine meetings annually.
- (3) There should be at least one joint meeting of the Branches annually

The Management Committee may:

- a) Call a special General Meeting at any time.
- b) The Management Committee must call a Special General Meeting if requested to do so in writing by at least ten members or one tenth of the membership, whichever is the greater.

- c) The request must state the nature of the business that is to be discussed.

If the Management Committee fail to hold the meeting within 28 days of the request, the members, may proceed to call a special General meeting, but in doing so, they must comply with the provision of the Constitution

3. Notice of Meetings

- 1) The minimum period of notice required to hold any General Meeting of the Charity is fourteen clear days from the date on which the notice is deemed to have been given.
- 2) A general meeting may be called by shorter notice, if it is so agreed by all the members entitled to attend and vote.
- 3) The notice must specify the date, time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an annual general meeting, the notice must say so.
- 4) The notice must be given to all the members and to the Trustees.

4. Quorum

1. No business shall be transacted at any meeting unless a quorum is present.
2. A quorum is one third of the membership entitled to vote upon the business to be conducted at the meeting; or;

one tenth of the total membership at the time, whichever is the greater.

3. If:

- (a) A quorum is not present within half an hour from the time appointed for the meeting;

Or,

- (b) During a meeting a quorum ceases to be present, the meeting shall be adjourned to such time and place as the Management Committee shall determine.
- (c) The Management Committee must reconvene the meeting and must give at least seven clear working days' notice of the reconvened meeting stating the date, time and place of the meeting.
- (d) If no quorum is present at the reconvened meeting within fifteen minutes of the time specified for the start of the meeting the members present at that time shall constitute the quorum for that meeting.

5. Chair of Meetings

- (1) Annual General Meetings shall be chaired by the President of NAJ (UK), or person he/she may designate to chair the meeting.
- (2) The special General Meeting shall be chaired by a Management Committee member who has been elected as Chair of that meeting.
- (3) If there is no such person or he or she is not present within fifteen minutes of the time appointed for the meeting a Management Committee member nominated by the Management Committee shall chair the meeting.
- (4) If that Management Committee member is present and if willing to act, he or she shall chair the meeting.

6. Adjournments

- (1) The members present at a meeting may resolve that the meeting shall be adjourned.
- (2) The person who is chairing the meeting must decide the date time and place at which meeting is to be reconvened unless those details are specified in the resolution.
- (3) No business shall be conducted at an adjourned meeting unless it could properly have been conducted at the meeting had the adjournment not taken place.
- (4) If a meeting is adjourned by a resolution of the members for more than seven days, at least seven clear days' notice shall be given of the reconvened meeting stating the date time and place of the meeting.

APPENDIX 3. Representatives of Other Bodies.

- (1) Any organisation that is a member of NAJ(UK) may nominate any person to act as its representative at any meeting of NAJ(UK).
- (2) The organisation must give written notice to NAJ (UK) of the name of its representative. The nominee shall not be entitled to represent the organisation at any meeting unless the notice has been received by NAJ UK). The nominee may continue to represent the organisation until written notice to the contrary is received by NAJ (UK).
- (3) Any notice given to NAJ (UK) will be conclusive evidence that the nominee is entitled to represent the organisation or that his or her authority has been revoked. NAJ (UK) shall not be required to consider whether the nominee has been properly appointed by the organization.

APPENDIX 4 - Other Requirements

1. Minutes.

The Trustees must keep minutes of all:

- (1) Appointments of Officers and Trustees made by the Trustees
- (2) Proceedings at meetings of NAJ (UK)
- (3) Meetings of the Trustees and Management Committee:
 - the names of the Trustees present at the meeting;
 - the decisions made at the meetings; and
 - Where appropriate the reasons for the decisions.

2. Annual Report and Return and Accounts

- (1) The Trustees must comply with their obligations under the Charities Act 1993 with regard to:
 - (a) The keeping of accounting records for the Charity;
 - (b) The preparation of annual statements of account for the Charity;
 - (c) The transmission of the statements of account to the Charity;
 - (d) The preparation of an annual report and its transmission to the Commission;
 - (e) The preparation of an annual return and its transmission to the Commission.
- (2) Accounts must be prepared in accordance with the provisions of any Statement of Recommended Practice issued by the Commission, unless the Trustees are required to prepare accounts in accordance with the provisions of such a Statement prepared by other body.

3. Registered Particulars

The Trustees must notify the Commission promptly of any changes to NAJ (UK)'s entry on the Central Register of Charities. of its Trustees.

4. Assets

- (1) The Trustees must ensure the title to:

- (a) All possessions and assets held by or in trust for NAJ (UK) that is not vested in the Official Custodian of Charities; and
 - (b) all investments held by or on behalf of NAJ (UK), is vested either in a corporation entitled to act as custodian trustee or in not less than three individuals appointed by them as holding trustees.
- (2).The terms of the appointment of any holding trustees must provide that they may act only in accordance with lawful directions of the Trustees and that if they do so they will not be liable for the acts and defaults of the Trustees or of the members of NAJ (UK).
- (3) The Trustees may remove the holding trustees at any time.

5. Repair and Insurance

The Trustees must keep in repair and insure to their full value against fire and other usual risks all the buildings of NAJ (UK) (except those buildings that are required to be kept in repair and insured by a tenant). They must also insure suitably in respect of public liability and employer's liability.

6. Notices

- (1).Any notice required by this constitution to be given to or by any person must be in writing; or given using electronic communications.
- (2).Notice may be given to a member either personally; or by sending it by post in a prepaid envelope addressed to the member at his or her address; or by leaving it at the address of the member; or by giving it using electronic communications to the member's address.
- (3) A member who does not register an address with NAJ (UK) or who registers only a postal address that is not within the United Kingdom shall if reasonable, receive email communication.
- (4) A member present in person at any meeting of NAJ (UK) shall be deemed to have received notice of the meeting and of the purposes for which it was called.
- (5) a) Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given.
 - b) Proof that a notice contained in an electronic communication was properly addressed and sent shall be conclusive evidence that the notice was given.
 - c) 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.

7. Rules and Procedures

The Trustees may from time to time make rules or bye-laws for the conduct of their business.

1. The bye-laws may regulate the following matters but are not restricted to them:

- a. The admission of members of NAJ (UK) (including the admission of organisations to membership) and the rights and privileges of such members, entrance fees, subscriptions and other fees or payments to be made by members;
 - b. The conduct of members of NAJ (UK) in relation to one another, and NAJ (UK's) employees and volunteers.
 - c. The setting aside of the whole or any part or parts of NAJ (UK) premises at any particular time or times or for any particular purpose or purposes;
 - d. The procedure at general meetings and meetings of the Trustees in so far as such procedure is not regulated by this constitution.
 - e. Generally, all such matters as are commonly the subject matter of the rules of an unincorporated association.
2. NAJ (UK) in general meeting has the power to alter, add to or repeal the rules or bye-law
3. The Trustees must adopt such means as they think sufficient to bring the rules and bye-laws to the notice of members of NAJ (UK).
4. The rules or bye-laws shall be binding on all members of NAJ (UK).

No rule or bye-law shall be inconsistent with, or shall affect or repeal anything contained in, this constitution.

Signatures of Trustees

.....
...Paulette Lewis.....
...Dorothy Turner.....
...Lyrell McNish.....
...Charmaine Case.....
...Lorna Grant.....

Date: 20/9/2012