

**Constitution of  
"Socio-Economic & Education Development (SEED) Organization"**

<b>Article (1)</b>	<p><b><u>Name of Agency:</u></b></p> <p>The name of the agency shall be <b>"Socio-Economic &amp; Education Development Organization"</b>.</p>
<b>Article (2)</b>	<p><b><u>Acronym of Organization:</u></b></p> <p>The Acronym of Organization shall be <b>"SEED"</b></p>
<b>Article (3)</b>	<p><b><u>Address of the Principal office of the Organization</u></b></p> <p>The Principle Office of the Organization shall be at <b>Opposite Judicial Complex Akber-E-Azam Road Umerkot Taluka &amp; District Umerkot"</b>.</p>
<b>Article (4)</b>	<p><b><u>Area of Operation:</u></b></p> <p>The area of operation shall be <b>District Umerkot.</b></p>
<b>Article (5)</b>	<p><b><u>Vision of Organization:</u></b></p> <p><b>"SEED" Organization</b> has the following Vision Statement. <b>"Self-Reliant, Economically Sustainable and Prosperous Communities"</b></p>
<b>Article (6)</b>	<p><b><u>Mission of Organization:</u></b></p> <p><b>"SEED" Organization</b> has the following Mission Statement. <b>"To increase access of poor, particularly of women, to financial and non-financial resources for enabling these to have a prosperous and dignified living"</b>.</p>
<b>Article (7)</b>	<p><b><u>Aims and Objectives:</u></b></p> <p>The <b>"SEED" Organization</b> has the following aims and objectives:</p> <ul style="list-style-type: none"> <li>➤ To identify the problem and assess the needs of the area through community participation.</li> <li>➤ To organize communities in rural and urban areas for utilization of local available resources and facilities for their sustainable development.</li> <li>➤ To encourage community initiatives for development of the area and local leadership.</li> <li>➤ To build the capacity of Communities for their effective role in sustainable development.</li> <li>➤ To undertake development programs with community participation for poverty reduction and improved status of poorest of the poor.</li> <li>➤ To organize poor, particularly women, in groups for sustainable income</li> </ul>

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generating initiatives.

- To provide micro-finance facility to poor, particularly women, of rural and urban slums for initiating small business.
- To build the capacities of beneficiaries in terms of business planning, entrepreneurship, leadership and linkages development.
- To support beneficiaries in accessing the market and building linkages for up-scaling their small business.
- To promote human rights of women, children and youth.

**Article (8) Nature of the Organization:**

- i) "SEED" Organization shall be run on non-political, non-religious / sectarian and non-commercial basis and shall have a charitable come developmental status. No part of income or property of the "SEED" Organization shall be payable by way of dividend, profit, bonus or other wise to any member, Office Bearer of the "SEED" Organization or his / her relatives.
- ii) The Office Bearers and Members of Board of Director of "SEED" Organization will not be the paid employees of the "SEED" Organization.
- iii) "SEED" Organization shall exclusively work on humanitarian considerations and its benefits shall be open to all and sundry irrespective of religion, race, caste and creed.

**Article (9) Core Values of Organization:**

"SEED" Organization has the following Core Values.

- i) Serving the Resource Poor.
- ii) Transparency and Accountability.
- iii) No discrimination.
- iv) Inclusiveness.
- v) Dignity of every one.

**Article (10) MEMBERSHIP**

**(A) Eligibility for Membership:**

Every adult irrespective of his/her religion, race, caste or creed shall be eligible to become a member of the "SEED" Organization provided that:

- i) He/She applies for "SEED" Organization membership.
- ii) He/She recommended by the member Board of Director "SEED" Organization.

**(B) Categories of the Membership:**

**i) General Member:**

A person whose application for membership is approved by the Board of Director shall become General Member of the "SEED" Organization on payment of an annual membership fee of Rs 10,000/-.

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ii) **Life Member:**

A person who pays Rs. 100,000/= in lum sum to the "SEED" Organization shall be invited by the Board of Directors to become a life member of the "SEED" Organization.

iii) **Honorary Member:**

A person who rendered eminent services to the cause of social welfare / development and can be helpful in furthering the aims and objects of the "SEED" Organization may be offered honorary membership by the Board of Director. He / She shall not be required to pay any kind of fee. Conditions 10 (c) of article No 10 shall not apply to this category of membership.

iv) **Advisor:**

A person of towering social status and high moral integrity may be helpful in furthering and promoting the aims and objects of the "SEED" Organization, may be offered to become Advisor to the "SEED" Organization by the Board of Director. He / She shall not be required to pay any kind of fee. Condition 10 (c) of Article-10 shall not apply to this category.

(C) **Procedure for Admission of Membership:**

- i) Application for all the kinds of membership shall be made on the prescribed form of the "SEED" Organization.
- ii) The Board of Director may accept or reject it. In case of rejection, the applicant shall have the right to appeal to the General Body within one month of the order of the rejection. The decision of the General Body shall be final and shall not be challenge- able in any court of law.
- iii) A person shall become member only after the payment of prescribed fee.

(D) **Procedure for expulsion, termination, suspension and restoration of Membership:**

Membership may be terminated on any one of the following grounds.


- i) **Non-payment of subscription / fee:** Member who does not pay prescribed fee / subscription up to 30 days after due date, the Finance Secretary will issue 15 days' notice to the defaulter members. A second notice of 7 days will be issued at the expiry of the first notice period. If the dues are not cleared up, the concerned person will cease to be member of the "SEED" Organization.

**Restoration:** After payment of subscription, membership may be restored subject to the approval of the Board of Director.

- ii) **Absence from meetings:** A member who fails to attend three consecutive meetings without prior intimation with justification, shall be given a notice of at-least one week by the Board of Director for explanation in writing. In case of non-satisfactory explanation, it shall cease to be the member of Board of Director or General Body as the case may be.

**Restoration:** If the Board of Director is satisfied by its explanation and takes assurance in writing, may restore its membership. In case the membership is not restored by the Board of Director it shall have the right to appeal to the

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General Body up to its next meeting, which may by a majority of 2/3<sup>rd</sup> of the members present in voting may restore its membership. Decision of the General Body on this subject shall be final and cannot be challenge-able in any court of law.

- iii) **Conduct:** If it is deemed by the Board of Director that a member is pre-judicial to the interest of the "SEED" Organization or will bring the "SEED" Organization into disrepute, its membership can be suspended / terminated as per following procedure.

The member in question shall be given a notice of at-least one week by the Board of Director for explanation in writing in case of non-satisfactory explanation, the Board of Director may ask it to resign from its membership forthwith. If no, the Board of Director with simple majority may suspend its membership for a maximum period of three months, during which Board of Director shall be bound to take final decision.

**Restoration:** If the Board of Director is satisfied by its explanation and takes assurance in writing, may restore its membership. In case the membership is not restored by the Board of Director it shall have the right to appeal to the General Body

- iv) **Resignation:** Any member may on his/her own accord terminates his/her membership by submitting resignation in writing to the General Secretary. The Board of Director may accept his / her resignation, provided all the outstanding dues have been cleared-up.
- v) **Death of the Member.**

(E) **Rights and Privileges of Members:**

- i) Following categories of members shall have the right to vote and take part in the meetings / functions of the organization and hold office in it:

1. Life Members
2. General Members

- ii) Following categories of members shall NOT have the right to vote or hold office but can participate in the meetings and function of the organization.

1. Honorary Members
2. Advisor

- iii) Members who have not cleared their dues by the due date will not have the right to vote or seek election or participate in any activity of the organization.


**Article (11) Organization Structure:**

The organization shall consist of General Body and Executive Committee.

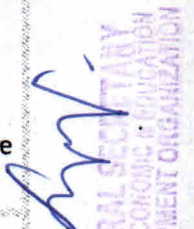
(A) **General Body:**

The General Body of the "SEED" Organization shall be comprised on General Members and Life Members.

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**Constitution of "SEED" Organization by member of "SEED" Organization to the General Body for approval as and when the necessary in accordance with Article of 16.**

**( C ) Powers and functions of the Office Bearers are:**

**a) Chairperson:**

- i) He / She shall be constitutional head of the "SEED" Organization.
- ii) He / She shall preside over the meeting of the Board of Directors and General Body.
- iii) He / She would adjourn the meetings of Board of Directors and General Body if he / she consider that the proceedings are injurious to the interest of the "SEED" Organization, such adjourned of the meetings would be held within one week from the date of adjournment. He / She shall ensure that the Constitution of "SEED" Organization and Policies of "SEED" Organization is duly carried out in all respects. He / She shall exercise the right of casting vote in any meeting of the "SEED" Organization.

**b) General Secretary:**

- i) He/She shall be the Honorary Secretary of the "SEED" Organization and shall act in consultation with the Chairperson and shall be responsible to Board of Directors.
- ii) He / She in consultation with the Chairperson shall prepare agenda and convene General Body, Board of Directors meetings.
- iii) He/She shall be bound to record the proceedings/minutes of the meeting and shall be responsible for execution of all the resolutions, directives and decisions of the Board of Director / General Body.
- iv) He / She shall present the annual progress report of the organization before the Board of Director and General Body meetings for discussion and approval. He / She shall present the quarterly progress report of the "SEED" Organization before the Board Director meetings for discussion and approval.
- vi) He / She shall be responsible for submission of reports and returns as desired by the Registration Authority.
- vii) He / She shall conduct correspondence on behalf of the "SEED" Organization except policy matters for which prior approval and instruction of the Board of Directors shall be necessary.
- viii) He / She shall be the Ex-Officio member of all Sub-Committees.

**c) Finance Secretary:**

- i) He / She shall ensure proper record keeping of the finances of the "SEED" Organization through finance department of the "SEED" Organization.
- ii) He / She shall be ensure to deposit all the receipts of the "SEED" Organization in to the account of the "SEED" Organization, kept with the approved bank.
- iii) He / She may operate the bank account of the "SEED" Organization under joint signature of the Executive Director as may be decided by the Board of Directors

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convene the meeting and dispose the matter duly notified.

**Notice:** Seven days' notice through email or social media or telephone shall be required for the Requisitioned Meeting of General Body and 03 days written notice for the Requisitioned Meeting of the Board of Director.

**Quorum:** 2/3<sup>rd</sup> of the total members shall form the quorum for the Requisitioned Meeting of General Body or Board of Director as the case may be.

**Article (13) Term of Office:**

- i) The term of office shall be for a period of three years for all the office bearers and members of the Board of Directors.
- ii) No office bearers shall hold office for more than three consecutive terms.
- iii) The Board of Directors must hand-over the charge to newly elected Board of Director within 15 days after the election. The handing over and taking over will be carried out under the supervision of the Election Committee.

**Article (14) Elections**

- i) The election of the Office Bearers and members of the Board of Director shall be held after every three years within thirty days of expiry of the term of office i.e. up to 31st December of every third year. However, in the case of death, resignation or long absence of one year, the Board of Director can fill up the vacancy until the next election.
- ii) A three member election committee including its Chairman duly formed by the last annual General Body shall arrange and conduct the election of the Office Bearers and members of Board of Director. The members of the Election Committee shall not be entitled to take part in the Election in any shape.
- iii) Election will be held by secret ballot and each member shall have one vote.
- iv) The Election General Body Meeting shall be held on a special date duly notified through email or social media or telephonic at least seven days before the election. The Election General Body Meeting notice bearing, date, time, venue and election schedule would also be sent to all the members at least seven days before the election.
- v) The newly elected Board of Director shall take over the charge of office within 15 days after election under the supervision of Election Committee.
- vi) First election of the organization shall be held by the founder member and the above procedure shall not be applicable for the first election.

**Article (15) Financial Administration:**

- i) The financial year of the "SEED" Organization shall be from 1<sup>st</sup> January to 31<sup>st</sup> December of the year.
- ii) The funds of "SEED" Organization shall be checked in a schedule bank

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- in special circumstances.
- iv) He / She shall be responsible to ensure through Executive Director the auditing of the accounts of the "SEED" Organization by an auditor duly nominated by the Board of Directors.
  - v) He / She shall put up the annual audit report about income and expenditure in the Board of Director meeting and get it confirmed.
  - vi) He/ She shall get prepared the annual budget through Executive Director and Finance unit of the "SEED" Organization and place it before the Board of Directors for approval.
  - vii) He / She shall present the quarterly finance report of the "SEED" Organization before the Board of Director Meetings for discussion and approval.
  - viii) He / She shall help in raising funds through donations, grants and aids, subscription dues for betterment and growth of the "SEED" Organization.

**Article (12) Meetings:**

**(A) Ordinary Meetings.**

**General Body:** Ordinary Meeting of the General Body shall be held once a year. A meeting for election of the Board of Director shall be held separately every third year.

**Notice:** A Seven days' notice through email or social media or telephone shall be required for an Ordinary Meeting of the General Body.

**Quorum:** 2/3<sup>rd</sup> of the total members shall form the quorum for an Ordinary Meeting of the General Body.

**Board of Directors:** The Board of Director shall ordinarily meet at least once in three months / four times a year for transaction of the business as mentioned in constitution.

**Notice:** A of three days' notice through email or social media or telephone shall be required for an Ordinary Meeting of the Board of Director.

**Quorum:** 2/3<sup>rd</sup> of the total members shall form the quorum for an Ordinary Meeting of the Board of Director.

**(B) Extra Ordinary Meetings.**

General Secretary in consultation with the Chairperson may call an Extra Ordinary Meeting of the General Body / Board of Director as the case may be, in order to dispose the matter of special interest.

**Notice:** General Body (Three days) and Board of Director (One day).

**Quorum:** 1/3<sup>rd</sup> of the total members shall form the quorum for an Extra Ordinary Meeting of the General Body and Meeting of the Board of Director.

**(C) Requisitioned Meetings.**

1/3<sup>rd</sup> of the total members of any forum may request the General Secretary for meeting of the concerned forum / organ for disposal of any urgent matter. The General Secretary shall be bound to call the meeting of the requisite forum within seven days. In case of failure the requisitionists may themselves

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- approved by the Board of Directors.
- iii) The accounts shall be operated under joint signature of the Chairperson, General Secretary and Finance Secretary or nominated persons by Board of Directors.
- iv) The accounts of the "SEED" Organization shall be audited annually by the chartered accountant nominated by the Board of Director.
- v) The organization will not grant any donation to other agency unless it is approved under 47-(I) of income Tax.
- vi) For acquiring/disposing of any property/equipment costing over Rs. 500,000/- approval of the Board of Director shall be necessary.
- vii) The monies, income and property of the "SEED" Organization however derived shall be applicable solely towards the promotion of the objects of the organization.
- viii) No portion of the money, income and property of the "SEED" Organization shall be paid or transferred too directly or indirectly by way of profit dividends bonds or otherwise to any of its member / relatives.

For restricting the moneys validly set apart or not utilized up to 25% of the income including surplus worked out of the amount from donations made to it. In case, accounting period close within three months of the commencement of activities, the Commissioner of Income Tax can relax this condition up to 50% of the amount:

Provided that a certificate to the effect that the amounts so in excess of the said limit have been invested in Government Securities or in the scheduled banks including NIT Units or any mutual funds registered with State Bank of Pakistan or Securities Exchange Commission of Pakistan is produced: Provided further that such deposit or investment in or through scheduled banks shall not exceed one-third of the surplus at the end of the year.

- ix) For the regular maintenance of books of accounts in accordance with the generally accepted accounting principles and for their inspection by the interested members of the public, without any hindrance, at all reasonable times.
- x) Organization getting facilities of Loans , Credit, Overdrafts , Letter of Credit and Bank Guarantee from any Scheduled Bank or any Financial Institution for achieving the objects of the Organization.

**Article (16) Amendments in the Constitution:**

- i) Amendments in the Constitution of "SEED" Organization shall be made in a special meeting of the General Body called for this purpose.
- ii) Any member wishing to suggest an amendment in the Constitution of "SEED" Organization may do so by writing to the Board of Director. After recommendation of the Board of Directors the proposed amendment shall be circulated among all the members of General Body, along with the

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notice of the meeting at which the amendment is to be considered at least seven days prior the date of meeting proposal amendments received from members up to seven days before the date of General Body meeting will be placed before it for consideration.

- iii) The amendment must be approved by 2/3<sup>rd</sup> majority of the total membership of the General Body in good standing.
- iv) The "SEED" Organization shall not make any change in its Constitution without the prior approval of the Registration Authority, Commissioner Income Tax and Central Board of Revenue.
- v) No amendment shall be in forced or applied without the approval of the Registration Authority.


**Article (17) Dissolution of the Organization:**

- i) Any number not less than 3/4<sup>th</sup> of the total General Members of "SEED" Organization may determine its dissolution and there upon it shall be dissolved forth with, or at the time then agreed upon.
- ii) Dissolution shall only be decided at special meeting of General Body specially called for the purpose without forte night notice. The decision shall be taken would be communicated to the Registration Authority Govt. of Sindh for further necessary action.
- iii) In the event of dissolution of the "SEED" Organization, the assets left after meeting all its liabilities (if any) shall be transferred to another organization having similar aims and objects and duly registered under voluntary Social Welfare Agencies (Registration and Control) Ordinance 1961., and approved Non-Profit Organization within three months of the dissolution under intimation to the Registration Authority, Commissioner Income Tax and Central Board of Revenue.

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