

**THE MUSLIM JEWISH FORUM OF GREATER MANCHESTER  
MEMORANDUM OF ASSOCIATION – as filed on incorporation**

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE  
CAPITAL

MEMORANDUM OF ASSOCIATION OF

THE MUSLIM JEWISH FORUM OF GREATER MANCHESTER

1. The name of the Company hereinafter called 'the Forum' shall be THE MUSLIM JEWISH FORUM OF GREATER MANCHESTER
2. The Registered Office of the Forum shall be in England and Wales
3. The objects for which the Forum is established are to develop the cultural and social ties between the Muslim and Jewish Communities of Greater Manchester; to educate members of the Muslim and Jewish Communities in relation to their shared values and common Abrahamic tradition, heritage, history and culture; and to promote better understanding within the wider community of the interests and values that are common to the Muslim and Jewish Communities.
4. In furtherance of the above object but not further or otherwise the Forum shall have the following powers:
  - (1) To develop links between the youth members and students of the Muslim and Jewish Communities through the organisation of social, educational, sporting and other activities;
  - (2) To develop and maintain interest groups for specific sectors of the Muslim and Jewish Communities of Greater Manchester including :-
    - (a) Women's group
    - (b) Lawyers' group
    - (c) Medical and Healthworkers' group
    - (d) Police and Emergency Services' group
    - (e) Students' Group
    - (f) Youth Group
    - (g) Business Group
  - (3) To use lawful and peaceful means to protect the interests of the Jewish and Muslims communities including :-
    - (a) The right to hold religious beliefs
    - (b) The right to manifest religious practices
    - (c) The retention of religious humane methods of animal slaughter for food in the United Kingdom
    - (d) Advancement of Faith education

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- (e) The retention of male circumcision
  - (f) The right to have religious observances respected by public bodies and the wider community
  - (g) The provision of acceptable methods of post mortem examinations
- (4) To use lawful and peaceful means to oppose:-
- (a) All forms of religious intolerance and bigotry
  - (b) All forms of violence and aggression targeted at innocent non-combatants
  - (c) All form of racism and xenophobia including discrimination against Muslims and Jews
- (5) To provide endow furnish and fit out with all necessary furniture and other equipment and maintain and manage such offices and centres as the Executive Committee may determine.
- (6) To employ or engage such persons including (subject to Clause 5 hereof) any member of the Forum for the purposes aforesaid or any of them at such remuneration and on such other terms and conditions (including pension and insurance arrangements) as the Executive Committee may determine.
- (7) To establish promote amalgamate or co-operate with or become a part of member or affiliate or associate or act as or appoint trustees agents nominees or delegates to control manage and superintend any charitable institutions trusts associations or bodies incorporated or unincorporated the objects of which are wholly or in part similar to those of the Forum.
- (8) To publish books pamphlets papers tapes films and any other media of communication relating to its objects.
- (9) To promote courses seminars colloquia or other occasions for the purposes aforesaid.
- (10) To engage in any trade (on a temporary basis only) ancillary to promotion of the purposes aforesaid.
- (11) To undertake and execute or to create any charitable trust to support or subscribe to any obtainable fund or institution.
- (12) To purchase take on lease or tenancy (of whatever kind) or licence or in exchange hire or otherwise acquire and hold any real or personal property and any rights or privileges and to

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construct erect alter improve and maintain any buildings which may from time to time be deemed necessary for such purposes.

- (13) To sell grant leases tenancies (of whatever kind) or licences or dispose of mortgage or in any way turn to account all or any of the property or assets of the Forum and to do so for or without any consideration and subject to such terms and conditions as may be thought expedient.
- (14) To borrow or raise money upon such terms and on such security as may be considered expedient and in particular by mortgage charge or lien upon all or any of the property and assets of the Forum (both present and future) and by the issue of any securities which the Forum has power to issue by way of security or indemnity to any person whom the Forum has agreed or is bound or willing to indemnify or in satisfaction of or as security for any liability undertaken by it.
- (15) To invest or loan the moneys of the Forum not immediately required for its purposes in or upon such investments security or property on such terms as the Executive Committee shall think fit from time to time subject nevertheless to such conditions (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided.
- (16) To apply for and obtain any Charter Act of Parliament or Provisional Order for any purposes which may be deemed expedient and to oppose any proceedings which may seem calculated directly or indirectly to prejudice the interests of the Forum.
- (17) To enter into any arrangements with any government or authority supreme municipal local or otherwise and to obtain from any such government or authority and rights privileges and concessions and to carry out exercise and comply with any such arrangements rights privileges and concessions
- (18) To procure the Forum to be registered or recognised in any part of the British Commonwealth or in any foreign country or place
- (19) To appoint on such terms as to remuneration and otherwise any trustee agent or other person association or company to carry out any of the functions or activities or to exercise any of the powers of the Forum including but without prejudice to the generality thereof the administration and management of all or any part of the property and assets of the Forum

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- (20) To insure the property of the Forum against any foreseeable risk and take out other insurance policies to protect the Forum when required
- (21) To insure the Secretary and the members of the Executive Committee against the costs of a successful defence to a criminal prosecution brought against them as officers of the Forum or against personal liability incurred in respect of any act or omission which is or is alleged to be a breach of trust or breach of duty, unless the respective person knew that, or was reckless whether, the act or omission was a breach of trust or duty
- (22) To do all such other lawful and charitable things as are necessary for the attainment of the main object.

5.

(a) Subject to the remaining paragraphs of this Clause all the income and property of the Forum shall be applied solely towards the promotion of the objects of the Forum as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit (which shall not refer to or include reasonable and proper remuneration as referred to in sub-Clause (b) of this Clause) to the members of the Forum.

(b) Nothing herein shall prevent the payment in good faith to any officer or employee or agent of the Forum or any member of the Forum or to any member of the Forum or other person of

(i) Reasonable and proper remuneration in return for any service or services rendered

(ii) reasonable rate of interest on money lent; and

(iii) reasonable and proper rent for premises demised or let

(c) No member of the Executive Committee shall be appointed to any salaried office of the Forum or any office of the Forum paid by fees and no remuneration or other benefit in money or moneysworth shall be given by the Forum to any member of the Executive Committee except repayment of out of pocket expenses and such payments as are referred to in sub-paragraphs (ii) and (iii) above but this paragraph (c) shall not apply to a payment to any company in which a member of the Executive Committee shall hold shares carrying not more than 10 per cent of the votes attaching to or of the total par value of the shares of the company of any kind in issue.

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(d) In respect of any payment to any officer employee agent or Member of the Forum mentioned in this clause any Executive Committee Member personally interested shall neither deliberate nor vote in respect thereof.

6. The liability of the members is limited.
7. Every Member of the Forum undertakes to contribute to the assets of the Forum in the event of its being wound up while he or she is a Member or within one year after he ceases to be a Member for payment of the debts and liabilities of the Forum contracted before he ceases to be a Member and of the costs charges and expenses of winding up and for the adjustment of the rights of the contributories among themselves such amount as may be required not exceeding One Pound.
8. If upon winding up or dissolution of the Forum there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the Forum but shall be given or transferred to some other institution or institutions established for charitable purposes only having objects similar to the objects of the Forum and which shall prohibit the distribution of its or their income and property amongst its or their members to an extent at least as great as is imposed on the Forum under or by virtue of Clause 7 hereof such institution or institutions to be determined by the Members of the Forum at least 28 days before any dissolution failing which by the Executive Committee and if and so far as no such determination is made or effect cannot be given to such provisions then to some charitable object.
9. Words and expressions defined in the Articles have the same meaning in this Memorandum. References to an Act of Parliament are references to the Act as amended or re-enacted from time to time and to any subordinate legislation made under it.

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THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY GUARANTEE AND NOT HAVING SHARE CAPITAL

ARTICLES OF ASSOCIATION OF

THE MUSLIM JEWISH FORUM OF GREATER MANCHESTER

1.

In these Articles the words standing in the first column of the Table next hereinafter contained shall bear the meanings set opposite to them respectively in the second column thereof, if not consistent with the subject or context:

**WORDS - MEANINGS**

The Act - The Companies Acts 1985 and 1989 (as extended and amended).

The Articles - The Articles of the above-named Company.

The Forum - The above-named Company.

The Executive Committee - The Committee for the time being of the Forum as hereinafter defined who shall also be the directors of the Company.

The Office - The registered office of the Forum.

The Seal - The common seal of the Forum.

Month - Calendar month.

Secretary - Any person appointed to perform the duties of the Company Secretary of the Forum.

In writing- Written, printed or lithographed, or partly one and partly another and other modes of representing or reproducing words in a visible form including e-mail.

Bye Laws - The Bye-Laws of the Forum made in accordance with these Articles.

Subject as aforesaid, any words or expressions defined in the Act or any statutory modification thereof in force at the date on which these Articles become binding on the Forum shall, if not inconsistent with the subject or context, bear the same meanings in these Articles.

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2. The provisions of Table C of the Companies Act 1985 shall be incorporated into these articles and stand part thereof save and except to the extent that they may be inconsistent with the provisions following which shall in event of conflict prevail over Table C aforesaid

**MEMBERS**

3. The number of members with which the Forum proposes to be registered is 2 but the Executive Committee may register an increase of members.
  - a. The Executive Committee may (subject to Article 5) admit to annually renewable membership any person of whatever race creed or ethnicity who is deemed by the Executive Committee to be a supporter of the objects of the Forum.
  - b. No person shall be admitted a member of the Forum unless:-
    - (a) He or she signs the Declaration of Principles in the form annexed hereto or such other form as the Executive Committee shall approve from time to time;
    - (b) He or she indicates on his or her application that he or she is either Muslim or Jewish or otherwise neither;
    - (c) His or her application for membership is approved by the Executive Committee.
  - c. Each member shall be entitled to vote at any general meetings of the Forum.
4. Membership shall not be transferable.
5. A member shall cease to be a member if:
  - a. the member revokes his or her membership of the Forum by giving at least one month's notice to the Secretary in writing or does not re-apply for annual membership
  - b. any subscriptions or other sum payable by the member is not paid on the date due and the member has been served with notice in writing informing it of this provided that the Executive Committee may re-admit a member on payment of such amount in respect of arrears of subscription or other sum as the Executive Committee may determine.
  - c. at a meeting of the Executive Committee at which not less than 75% of the members of the Executive Committee are present a Resolution shall be passed by at least two thirds of the members of the Executive Committee present resolving that the membership of a member be

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revoked for whatever cause. A resolution as aforesaid shall not be passed unless the member has been given not less than twenty-one days notice in writing of the meeting at which the matter is to be considered specifying the conduct or circumstances alleged as a ground for the expulsion and has been afforded a reasonable opportunity of being heard by or of making written representations to the Executive Committee.

- d. whenever the Executive Committee shall pass such a resolution aforesaid revoking the membership of a member he or she may appeal to the next Annual General Meeting of the Forum. Any notice of appeal must be made within twenty-one days of the time when notice of revocation of membership is served upon him or her by notice in writing to the Secretary at the office. If at the next Annual General Meeting of the Forum a resolution is carried by a majority of not less than two-thirds of the members voting on the resolution that the decision of the Executive Committee be reversed then the resolution of the Executive Committee shall thereby be of no effect and deemed reversed and the member to whom such resolution relates shall thereupon be reinstated to membership.

**THE EXECUTIVE COMMITTEE AND EXECUTIVE COMMITTEE MEMBERS**

6. All the business of the Forum shall be managed by the Executive Committee in accordance with the provisions of Table C, these Articles and the Act aforesaid to the intent that the Executive Committee shall determine and carry out the policy of the Forum.
7. The Executive Committee shall consist of up to 12 elected Executive Committee Members. So far as practicable there should be a minimum of 5 members who have declared that they are Jewish and 5 members who have declared that they are Muslim.
8. The Members at the Annual General Meeting shall elect up to 12 people to be Executive Committee Members. The Executive Committee Members may serve until the end of the Third Annual General Meeting following their election when they shall retire but shall be eligible to stand for re-election to the Executive Committee for a further period until the end of the Third Annual General Meeting thereafter when they shall not be eligible for re-election until the following Annual General Meeting. In the event of an unopposed nomination, for either the Executive Committee or an officer position, the nominees will be declared duly elected at the Annual General Meeting. Where there are two or more nominees election will be held, and the nominee must receive at least one tenth of the votes cast to be deemed elected. The number of such directly elected Executive Committee Members on the Executive Committee at any time shall not exceed 12.



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9. The Executive Committee Members may from time to time co-opt additional Executive Committee Members (not exceeding a total at any time of four or any maximum laid down in these Articles) provided that no person co-opted shall serve for more than a year without a confirming resolution of the Executive Committee. Any Executive Committee Member co-opted aforesaid shall for all the purposes of these articles have the same powers and duties as an elected Executive Committee Member.
10. The Executive Committee shall without prejudice to any other power it may have, have the following powers:-
  - a. The power to appoint from amongst its number such officers having such titles and functions subject to such conditions as it shall think fit.
  - b. The power to provide for substituted, or alternative, attendance for any absent Executive Committee Member on such terms and conditions as it shall think fit.
  - c. The power to delegate any of its powers to any Sub-Committee or Sub-Committees consisting of such persons (whether Executive Committee Members or not) as it shall think fit and subject to such regulations as it may impose provided that all acts and proceedings of Sub-Committees must be reported to the Executive Committee as soon as possible and decided upon by the Executive Committee.
  - d. Subject to the provisions of Article 5 herein above the power to expel any Member of the Forum or disaffiliate any Group from membership of the Forum.
  - e. The power to appoint (and to remove) any person to act as a Company Secretary in accordance with the Act provided that if a Executive Committee Member is appointed he or she shall not be paid.
  - f. To decline to accept any resolution proposed at any Annual General Meeting or Extraordinary Meeting if it considers that such resolution is incompatible with the objects for which the Forum is established as set out in paragraph 3 of the Memorandum of Association.
  - g. To levy such subscription or other sum of whatever kind as it may think fit whether annually or not and whether from Members Groups or whoever and to vary such levies but no such levy shall become operative unless and until approved at an Annual General Meeting or Extraordinary General Meeting.
11. The Executive Committee shall meet at least four times per year but additional Executive Committee Meetings may be summoned or requisitioned on not less than 21 days written notice and by not less than one third of the Executive Committee Members for the time being.

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12. In addition to the grounds for disqualification of Executive Committee Members provided for by the Act aforesaid a Executive Committee Member shall also vacate his or her office if:
- a. he or she 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)
  - b. he or she absents him or herself from Executive Committee Meetings for more than 4 consecutive meetings and the other trustees resolve that his or her office be vacated by a simple majority vote at the third meeting
  - c. the Executive Committee decides for whatever reason by resolution passed by not less than two thirds of the Executive Committee Members for the time being (excluding the Executive Committee Member concerned) to remove him or her from office provided that the procedure provided by Article 5(c) and 5(d) aforesaid for the expulsion of any Member of the Forum by the Executive Committee shall be followed as if references therein to expulsion of a Member of the Forum were replaced by reference to expulsion of a Executive Committee Member
  - d. the Executive Committee Member ceases for what ever reason to be a Member of the Forum with the exception of Co-opted Executive Committee Members who are not already Members of the Forum
  - e. the Executive Committee Member becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs

**GENERAL MEETINGS**

13. In either October or November each year on a day convenient having regard to Muslim and Jewish religious calendars the Forum shall hold an Annual General Meeting and such further meetings (called Extraordinary General Meetings) and that the quorum for any General Meeting shall be not less 10 Members present in person for the time being.
- 14.
- a. An Annual General Meeting shall be called by not less than 21 days notice in writing together with an Agenda. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day on which it is given, and shall specify the place, day and the hour of the Meeting.

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- b. All Resolutions to be proposed at the Annual General Meeting must be received at the Office by the 15<sup>th</sup> September last before the day on which the Annual General Meeting is to be held.
  - c. The accidental omission to give notice of a meeting to or the non-receipt of notice of a meeting by any person entitled to receive notice shall not invalidate the proceedings of the meeting.
15. An Extraordinary General Meeting may be called by not less than 15 members or at least 10 percent of the membership of the Forum giving at least 21 days notice in writing. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day on which it is given, and shall specify the place, day and the hour of the Meeting.
16. All notices calling a General Meeting of the Forum shall contain notice that each Member entitled to attend is entitled to appoint a proxy and vote instead of him or her.
17. Subject as aforesaid every Member shall have one vote. Members eligible to vote may submit their vote by post or any other legitimate way the Executive Committee shall determine. The vote must be received at least 5 clear days before the Annual General Meeting. Members submitting a postal vote may not also vote in person at the Annual General Meeting. Postal votes shall not be counted in respect of any amendment.
18. In the case of an equality of votes whether by show of hands or on a poll the chairperson shall be entitled to a casting vote in addition to any other vote he or she may have.

**WINDING UP**

19. The provisions of Clause 8 of the Memorandum of Forum relating to the winding up of dissolution of the Forum shall have effect and be observed as if the same were repeated in these articles.

**INDEMNITY**

20. The Members of the Executive Committee and Honorary Officers for the time being and the Trustees (if any) for the time being acting in relation to any of the affairs of the Forum including any trust set up by the Forum to act as a means of raising or holding funds for the Forum and each of them and each of their representatives shall be indemnified and secured harmless out of the assets of the Forum from and against all actions costs charges losses damages and expenses which they or any of them their or any of their representatives shall or may incur or sustain by or by reason of any act done concurred in or

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omitted in or about the execution of their duty or supposed duty in their respective offices or trusts and none of them shall be answerable for the acts receipts neglects or default of the others or other of them or for joining in any receipt for the sake of conformity or for any bankers or other persons with whom any moneys or effects belonging to the Forum shall or may be lodged or deposited for safe custody or for insufficiency or deficiency of any security upon which any moneys of or belongings to the Forum shall be placed loaned out or invested or for any other loss misfortune or damage which may happen in the execution of their respective offices or trusts or in relation thereto but the provisions of this Article shall only have effect in so far as they are not avoided by the Act.

**BYE LAWS**

21. The Executive Committee may from time to time make such Bye Laws as it may deem necessary or convenient for the proper conduct and management of the Forum provided that no Bye Law shall be inconsistent with any provision laid down in these Articles.