

RULES OF PUBLICAN ALUMNI TRUST
AS APPROVED BY BOARD OF TRUSTEES ON APRIL 27, 2009



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The **BOARD OF TRUSTEES (BoT)** of the **PUBLICAN ALUMNI TRUST (PAT)** in its meeting held at Karachi on April 27, 2009 approved the Trust Rules pertaining to membership, functioning, governance, management of funds, accomplishment of purpose and other related matters.

These Rules have been framed to facilitate the workings of the Trust consistent with the registered PAT Trust Deed. The Rules may be changed by the Board of Trustees (BoT) in the manner specified in the Rules.

The PAT and its activities will always comply with the laws of Pakistan and the Trust shall pay applicable taxes where due.

RULE 1 - CLASSIFICATION

PAT shall be a nonpolitical, nonsectarian and nonprofit organization; therefore, there shall be no distribution of gains, profits or dividends etc., to its members

RULE 2 - MEMBERSHIP

A. Full Members - Former students of Cantonment Public School Karachi/Minwala Girls Public School who were enrolled in the school on or prior to June 30, 1976 and who are living in Pakistan or anywhere in the world.

B. Associate Members – Former students of successor schools of Cantonment Public School Karachi/Minwala Girls Public School enrolled on or after July 1, 1976 and who are living in Pakistan or anywhere in the world.

C. Membership of PAT shall not be restricted on the basis of race, religion, national origin, gender or physical disability.

D. The membership in each case (Full and Associate Membership) will be subject to filling out an application form (on paper or electronically), payment of one time membership fee as prescribed by the PAT's Board of Trustees and acceptance of the application by the BoT.

E. Associate Members with good standing may be invited by the BoT to become Full Members upon payment of the prevailing difference between the Membership fee of Full Members and Associate Members.

RULE 3 – MEMBERSHIP FEE

Membership will be upon payment of one time membership fee. The fee for lifetime Full Members will be Rs 2000 and for lifetime Associate Members will be Rs. 1000. The BoT is empowered to revise the membership fee as and when required.

RULE 4 - INTERNATIONAL (PAT) CHAPTERS

International Chapters may be established on a case-to-case basis at the discretion of the Board of Trustees. In case approval for establishing a chapter is granted, then such approval shall be accorded under a Charter (Terms and Conditions) with Seal of the Trust.



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RULE 5 - REVOCATION OF INTERNATIONAL CHAPTERS

Alumni chapters may have their charters revoked at any time for violation of the Rules and Regulations of the Trust or if an action by a Chapter is not in the best interests of the Trust, provided a thirty (30) day written notice is given by the Board to such chapter of such revocation, and further provided, that such subject Chapter be granted a hearing by the Board on the subject of such revocation, if requested, within said 30-day period by the Chief Executive Officer of such a chapter.

Administrative Suspension or Dissolution of Chapters:

A. A chapter shall be subject to suspension if there are twelve (12) consecutive months in which

A.1 There are no Officers, or

A.2 No chapter business meetings are held, or,

A.3 Membership falls below thirty members.

B. Chapters who respond to the suspension notice within the 30-day period must submit a reactivation plan for approval by the BoT at its next regularly scheduled Board meeting. If approved, the chapter's charter shall remain in effect.

C. If the chapter does not respond to the suspension notice within 30 days, the chapter's charter shall be formally suspended. Upon suspension, funds shall be distributed as follows:

First, to the payment of all outstanding debts and liabilities of the chapter;

Second, all remaining funds shall be transferred to the Trust Fund.

RULE 6 - FISCAL YEAR

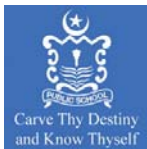
Fiscal year of the Trust shall be from the first day of July each year through the 30th day of June in the succeeding calendar year.

RULE 7 - BOARD OF TRUSTEES

Affairs and Management of the Trust shall be governed by the BoT. The Board shall be reconstituted by the Trustees for each new term as specified in the Trust Deed:

A. Before the end of each term, the Trustees shall meet to determine who shall make up the one third of the Trustees who shall retire. If the determination is not achieved by mutual consultation and consent, then the retiring Trustees shall be determined by a draw at the meeting.

B. Names of new Trustees will be proposed by the existing Trustees from amongst the Full Members of PAT. In case there are more nominations than vacancies than new Trustees will be determined by a secret ballot. All Trustees including the outgoing Trustees will be entitled to cast their vote in the secret ballot.



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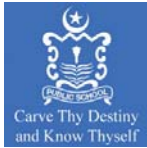


- C. The names of the retiring and newly elected Trustees will be notified by being posted on the PAT Website prior to the start of the new term.
- D. A Trustee may resign by notice in writing to the Board of Trustees.
- E. A Trustee may be removed from office for a valid cause. The Trustee to be removed shall be served with a written notice not less than 30 days in advance of the meeting at which the issue of removal is to be addressed. The removal notice and the removal decision will be by a majority vote of at least 8 Trustees.
- F. A Trustee may automatically stand removed from BoT if he fails to attend 3 consecutive meetings of BoT, unless leave of absence is granted by the BoT.
- G. In case the numbers of Trustees fall below the approved level, the affairs and management of the Trust shall pass on to the surviving Trustees.
- H. For vacancies on BoT in the currency of the term, the remaining Trustees shall co-opt a Trustee from the Full Members within 90 days of the seat falling vacant for the remaining term of the Trustee being replaced as per the procedure outlined in rule 7B above.

RULE 8 - POWERS OF THE BOARD

Subject to Provisions of Trust Act 1882, the Board of Trustees shall from time to time make and alter regulations as the Trustees may think proper with regard to Membership of the Trust, appointment and removal of Trustees, appointment and removal of Auditors, Legal Adviser, Consultants, Contractors and Employees of the Trust. The BoT is empowered to conduct the affairs of the Trust and all matters in respect of which any power or duty is hereby vested in them including powers and duties of the Chairperson, Vice-Chairperson, Secretary, Treasurer and Trustees as Members of the Board. The Board of Trustees shall be competent to fix remuneration of any staff or employee of the Trust. The Board of Trustees shall manage the affairs of the trust and shall have power to:

- A. To dispose of applications for membership.
- B. To approve the annual budget for allocating funds for various projects and activities of the Trust. No expenditure of funds of the Trust shall be made unless it has been authorized by the BoT.
- C. Do acts, deeds and things necessary to raise funds for the Trust. The Board may apply any part of the Trust Fund in acquiring by purchase or on lease or otherwise any land, building or any other asset in the name of the Trust and as part of the Trust.
- D. To check the accounts of the Trust and to examine the registers, the account books and to take steps for the recovery of sums due, to the Trust.



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- E. To sanction the working expenses of the Trust, count the cash balance, and deal with other miscellaneous business.
- F. To see that cash book is written promptly and is signed by person(s) authorized by the Board.
- G. Accept any composition or any security for any debt or for any property claimed;
- H. Allow any time for payment of any debt; compromise, compound, abandon, submit to arbitration or otherwise settle any debt, account, claim or thing whatever relating to the Trust and defend any suit or initiate any litigation in the name of the Trust.
- I. For any of those purposes, enter into, give, execute and do such agreements, instruments of composition or arrangement, release and other things as seem expedient, without being responsible for any loss occasioned by any act or thing so done in good faith.

RULE 9 - BOARD MEETINGS

The Board shall meet as often as necessary for the transaction of business or to carry out the purposes of the Trust; it shall determine its own meeting times. Meetings of the Board may be called by the Chairperson and may also be called upon written request, of five members of the Board. Procedures for notice shall be similar to other meetings as described in these Rules. Minimum notice period for Board meetings will be seven days and in case of emergent meetings it will be 48 hours. All the Trustees will be entitled to attend Board meetings. Quorum for the meeting of the Board of Trustees shall be (8) eight members. In case the quorum is not met and the meeting is adjourned then the subsequent meeting of the Board will be held with reduced quorum of 5 members.

RULE 10 – GENERAL MEETINGS OF THE TRUST

A. ANNUAL GENERAL MEETING.

The Trust shall hold an annual meeting on a date to be determined by the Board of Trustees. Notice of the General Meeting shall be posted on the designated website not less than 14 days prior to the meeting date.

B. SPECIAL GENERAL MEETING.

Special meetings may be called by the Chairperson and or shall be called upon the written request of 50 Full Members of the Trust. The purpose of the meeting shall be stated in the call. Except in case of emergency, at least 14 days' notice shall be given.

C. QUORUM FOR GENERAL MEETINGS

Quorum for Annual General Meeting and Special General Meetings for the conduct of any business of the Trust, shall be at least 10% of the Full Members or 30 (thirty)



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Full Members whichever is more. In case quorum is not met, the meeting will be adjourned and the subsequent meeting can be held with 30 Full Members present.

RULE 11 - ADVISORY COUNCIL

The BoT shall constitute an Advisory Council to advise the Trustees in furthering the aims and objectives of the Trust. The Advisory Council will comprise Publicans who have attained position of prominence in public life or have been rendering extraordinary service to the cause of the Trust. The nomination to the Advisory Council may be made by any Trustee with approval by simple majority members of the BoT.

RULE 12 – AMENDMENT OF RULES

These rules may be amended at any meeting of the BoT by an affirmative two thirds of the vote (with a minimum of 10 Trustees voting in affirmation), provided that the proposed amendments have been posted on the Website not less than 14 days prior to the meeting at which they will be considered.

RULE 13 – COMMITTEES OF THE BOARD

Definition: The BoT may constitute Standing Committees to assist in the working of the Board. Each committee constituted shall have a Terms of Reference (ToR) duly approved by the Board.

A. The BoT shall appoint Committee Chairs and members of the committees. Any vacancies on such standing committees shall also be appointed by the Board. Chairs of Standing Committees must be members of the Board of Trustees. Other members of the Standing Committees may be drawn from any category of the PAT membership.

B. Audit Committee shall be constituted by the BoT. The Audit Committee shall comprise 3 members (at least one member should be financially literate) who will review the Audit Report and submit its recommendations to the Board. Office bearers of the Trust as stated in Rule 19 A thru D are not eligible to be members of the Audit Committee.

RULE 14 - PROXIES

Any Voting member may vote in person or by proxy originally executed in writing for a particular meeting by the Voting member for any resolution to be voted upon at a General Body meeting only.

RULE 15 – MINUTES

Minutes of meeting of the BoT and Committees shall be regularly recorded by the Secretary for BoT meetings, and nominated person for Standing Committees. Such minutes of every meeting shall be issued within 15 calendar days of the meeting and confirmed at the next similar meeting as the case may be and shall be approved and signed by the respective Chairperson. It shall be the responsibility of the Chair of the Standing Committees to ensure that minutes are recorded of each meeting and copy submitted to the Secretary for his record.



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RULE 16 – SEAL & WEBSITE

The Trust shall have a seal and establish its own Website that may be linked with any other Website.

RULE 17 - FUNDS

A. Membership fee, subscription, grants, donations, gifts and contributions received from the Government, members of the Trust, well wishers and business community or from any other person or authority will constitute a Trust Fund.

B. Earnings through publications, souvenirs, advertisements or any other means will contribute to the Trust Fund.

C. Earnings through establishment of educational institutions, training programs, research and other projects (including investment of the Trust Fund) in any form of investment allowed by law will also contribute to the Trust Fund.

D. All receipts shall be taken in the official Receipts Book printed by the Trust and counter-signed by the Secretary. The Treasurer will take all the receipts with the Receipts Books and deposit the same in the bank account(s). The Treasurer will regularly report the status of the funds to the BoT.

RULE 18 – BANK ACCOUNT AND MANAGEMENT OF TRUST FUND

A. On approval from the BoT, the Treasurer will open a bank account or accounts in order to make transactions of Trust Fund. All bank accounts shall be operated by joint signature of the Treasurer and the Secretary or the Chairman. In case the Treasurer is not available, the Secretary and the Chairman may jointly operate the account. In such an event, the Secretary shall bring this to the notice of the Treasurer within 15 days of occurrence of account operation.

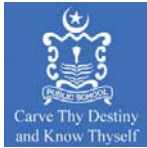
B. All expenditures will be against the budgets approved by the BoT. Expenditure outside the BoT approved budget may only be made in case of emergency by the Chairman and or Secretary subject to maximum amount of Rs. 100,000. In such an event, the expenditure with explanation will be offered for ratification at the immediate next meeting BoT meeting.

C. Any travel or out of pocket expenses incurred by Trustees on behalf of the BoT will be reimbursed on actual. Such expenditure shall be jointly approved by the Chairperson and the Secretary. In case the expense has been incurred by the Chair or the Secretary, the Vice Chair or the Treasurer will be one of the two approving authorities. No person shall approve his or her own expenses for reimbursement.

D. The Secretary will keep not more than Rs 25,000 (Rupees Twenty Five Thousand only) at a time with him for maintaining regular incidental expenses.

E. A report of all receipts and expenditures shall be available with the Treasurer for inspection if so shall desired by the BoT.

F. Closure of any bank account shall be notified to the Board by the Treasurer.



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RULE 19 – OFFICE BEARERS

A. **CHAIRPERSON** - The Chairperson in normal course shall call and preside at all the meetings of the BoT and shall have general charge of its operation. All communication with the general public, media, etc. shall be the responsibility of the Chairperson or whosoever he/she wishes to delegate.

B. **VICE CHAIRPERSON** - Vice Chair shall assist the Chair in the operations of the Trust and shall perform such additional duties as may be prescribed from time to time by the BoT or the Rules. In the absence of the Chair, the Vice Chair shall serve in his or her stead.

C. **SECRETARY** - The Secretary shall keep record of the trust and all the proceedings of the Trust; shall keep on file all committee reports; shall maintain the official membership roll; shall maintain record of Rules, and minutes of all the meetings; shall send out to the members notices of each meeting; shall prepare the meeting agenda on the advice of the Chair; and shall conduct the general correspondence of the Trust. He shall also be the custodian of the Trust seal.

D. **TREASURER** - The Treasurer shall be entrusted with custody of the Trust Funds and shall disburse funds upon the authority of the BoT or as per these Rules. The Treasurer shall make a full financial report annually and make such interim reports as the BoT may desire.

The Treasurer shall also make proposal(s) for investment of surplus funds including for endowment purposes and shall seek approval of the BoT before making the investment.

E. **OTHER APPOINTMENTS** - Other than the above stated mandatory positions of the Trust office bearers as prescribed in the Trust Deed, the BoT may appoint other office bearers to further the objectives of the Trust.

F. In case of vacancy of any office bearers, the BoT shall appoint a new office bearer for the remaining tenure.