**Non-Profit Organisations**

*Name of the Organisation*

**Unincorporated Body of Persons**

**Rules and Byelaws**

Name: *Name of the organisation*

**Definitions of Terms**:

For the purpose of these rules and byelaws:

1. The following terms shall have the following meanings

A)

“Auditor” means the persons for the time being appointed as or performing the duties of the auditor of the organisation.

“Controller” means a person or persons who controls or directs the organisation and includes a person or persons responsible for the management and administration of the organisation in accordance with the law;

“Committee members” senior officers” means the members of the executive for the time being and committee member is to be construed accordingly

“Executive Committee or Board” means the organisation executive committee as described in these rules and byelaws

“financial year” means the financial year of the organisation which will run from January 1 2018 to December 31 2018

“Law” means the Non-Profit Organisations Laws and Regulations 2017 and every statutory modification or re-enactment of it for the time being in force

“Organisation” means the ***………………………………….* a** non-profit organisation in the form of an unincorporated body of persons

“Persons” includes partnerships, associations, corporations, company incorporated and unincorporated whether by Act of Parliament or otherwise as well as individuals;

“Registrar” means the registrar of non-profit Organisations appointed under the law;

“Rules and Byelaws” means these rules and byelaws for the conduct and management of the organisation as amended and restated from time to time;

“senior officer” means any person so appointed by the executive committee as a senior officer of the organisation and includes committee members

“written and in writing means” includes all means of representing or reproducing words in visible form;

B) a duty or obligation impose is to be performed and a power , discretion or right is exercisable in each case from time to time;

C) the majority required to pass a resolution of two thirds (*or otherwise determined by the entity)*

D) singular words includes the plural and vice versa;

E) words or one gender includes the other gender;

F) the headings are for convenience only and have no legal meaning and effect and

G) references to paragraphs are to paragraphs of these rules and byelaws

**PURPOSE**

1. **……………………………..** unincorporated body of persons established for the purpose of promoting *Health, spiritual stimulation, personal and professional development*

1.a) To assist and support young and old Caymanians including but not limited to

A) School Kids

B) Persons who are rehabilitating from incarceration

C) Drug addicts

1. To raise funds through …………………………………………..(if applicable) and other fundraising events
2. To raise funds through sale or donated items
3. To take steps either personal, written or via public meetings ( or whatever the individual entity wishes to use) ……………………………………………..
4. To work with community partners on various social welfare initiatives ( if applicable or whatever the entity wishes to do)
5. To ………………………………………
6. To …………………………………………………

Provided that in case ………………..shall take or hold property which maybe subjected to any trust , ……………….shall only deal with or invest the same in such manner as allowed by law having no regards to such trust.

1. The income, property and assets of …………………………………however derived shall be applied exclusively towards the purpose and furtherance as set out in these rules and byelaws.
2. No portion of the income property or assets of ……………..shall be distributed paid or transferred directly or indirectly by way of bonus or gifts or otherwise to any controller, committee member or other member of ………………..unless such distributions payment or transfer is intended for the legitimate purpose of compensating a person for services to further the activities of ……………………….or paying for expenses incurred on behalf of ………………………………………………………
3. The Executive committee may amend ………..purpose by special resolution.

**Executive Committee**

1. The initial committee members of **Executive Committee** of …………………shall consist of

|  |  |  |
| --- | --- | --- |
| Name | Date of Birth and Address | Telephone Number |
|  |  |  |
|  |  |  |
|  |  |  |
|  |  |  |

1. The initial controllers and officers of ………………… shall consist of :

|  |  |  |
| --- | --- | --- |
| Name | Date of Birth and Address | Telephone Number |
|  |  |  |
|  |  |  |
|  |  |  |
|  |  |  |
|  |  |  |

**Duties of the Controllers**

1. The controllers to ensure that the Registrar is notified of any changes in the organization’s purpose and activities, these rules and byelaws or any of these particulars required to be entered in the register or non-profit organisation maintained by the registrar in accordance with the laws within thirty days of such change.
2. The Controllers shall cause proper financial statements to be kept of-
3. All sums of money received and expended and the matters in respect of which the receipt and expenditure relate;
4. All sales and purchase of property
5. All sums of money raised through fund raising
6. Non -monetary transactions
7. Records of assets and liabilities
8. Any other matter that may be prescribed
9. The controllers shall ensure that the financial statements show and explain all the transactions of ……………….and disclose at any time with reasonable accuracy its financial position.
10. The Financial controllers shall be preserved for a period of at least five years for the end of the financial year unless ……………………….ceases to exist.
11. The controllers shall ensure that within six months of the end of the financial year, an annual return for ………………………………….
12. Is prepared which contains such particulars as may be prescribed by the registrar pursuant to the law and any regulations made thereunder; and
13. Are submitted to the Registrar
14. If at the end of six months after the end of financial year of the organisation, the controllers are unable to submit the annual return to the Registrar due to the fact that the financial statements of the organisation are not complete, any controller may request in writing on behalf of the organisation the Registrar to grant an extension of two months for the organisation to complete that financial statements and submit the annual return.
15. The Controllers ( through a decision of the Executive Committee) may delegate to the controller / auditor from time to time, the responsibility for the preparation ad filing of proper financial statements and the annual return for the organisation on behalf of the controllers. Any such delegation may be made subject to any conditions the controllers may impose and may be revoked or altered.

**Proceedings of the Executive Committee**

1. Subject to the provisions of the law and these rules and byelaws, the Executive Committee shall conduct the management and administration of the organisation. No alteration of these rules and Byelaws shall invalidate any prior act of the committee members (or any of them) which would have been valid of that alteration had not been made.
2. The Executive Committee may meet together for the dispatch of business, adjourn and otherwise regulate its meetings as it thinks fit and determine the period of notice required to call its meetings and the quorum necessary to transact business. Until otherwise determine …………… committee members will constitute a quorum. Questions arising at any meeting must be decided by a majority vote, unless otherwise provided in these rules and byelaws. The Executive Committee may by majority vote appoint a Chairman to preside over any meeting and it so appointed, in case of an equality of votes such chairman will have a second or casting vote. Any committee member may call a meeting of the Executive committee. It is not necessary to give notice of a meeting of Executive Committee to any committee member for the time being absent from the Cayman Islands., if there are in the islands at the time the notice was given sufficient committee members to form a quorum. A committee member may participate by means of telephone or similar communication equipment which enables all persons participating in the meeting to hear each other and that participation will be deemed to be constitute presence in person at the meeting. The Executive Committee shall cause minutes to be made of proceedings at its meetings. A resolution (including a special resolution) or other consent in writing (in one or more counterparts) signed by all Committee Members for the time being shall be as valid and effective as if the resolution had been passed at a meeting of the Executive Committee duly convened and held.
3. The Executive Committee may appoint additional committee members from time to time by majority vote at a meeting of the Executive Committee or by unanimous written resolution or consent passed in accordance with paragraph 15.
4. The controllers shall notify the Registrar of any changes in the make up of the executive committee within the thirty days of the change.

**Disqualification of Committee Members**

1. The office of Committee Member will be vacated if the committee member:-
2. Becomes bankrupt or makes any arrangement or composition with his creditors generally; or
3. Becomes incapable by reason of mental disorder illness or injury or managing and administering his property and affairs; or
4. Resigns from his office by notice to the other committee members; or
5. Is removed from office by a unanimous resolution of all other committee members at a meeting of the executive committee or by unanimous written resolution or consent passed in accordance with paragraph 15.
6. An act done in good faith by a committee member whose office is vacated pursuant to paragraph 18(a) (b) or (d) will be valid unless, before the act is don, notice has been served on such committee member informing such committee member that they have ceased to be a committee member.

**Notices**

1. Notices must be in writing
2. Notice of meeting of the executive committee must specify
3. The place
4. The day and hour and
5. The general nature of that business
6. Notice will deemed to have been given in the case of:
7. Personal delivery, upon delivery
8. Local postal delivery on the fifth day after posting and foreign postal delivery on the then tenth day after posting
9. Facsimile, upon confirmation of successful transmission or delivery by the transmitting device or server and
10. Email upon sending

**Fiscal Year**

1. The fiscal year will end on 30 June in each year unless the Executive Committee prescribes some other period.

**Termination of Non-Profit Organisation**

1. If upon the dissolution of………………………there remains after the satisfaction of all debts and all and liabilities any property whatsoever, that property shall be paid, distributed or transferred to another Non-Profit Organisation, registered under the law , which has similar purposes and is not carried on for profit or gain of its members.
2. Upon the dissolutions of ……………………………………..the controllers shall notify the Registrar of such dissolution and that the remaining property has been paid, distributed or transferred in accordance with paragraphs 24 above and shall provide the non-profit organisation to which the remaining property has been paid, distributed or transferred to with all relevant records relating to …………………..and such remaining property.

**Signature Page**

We (I) the undersigned are (am) the controller(s) and or Director(s) / senior officer(s) of this organisation and (I) or (we) consent to and hereby do adopt the legal and fiduciary responsibilities associated with the administration of this organisation. We (I) adopt the foregoing constitution consisting of the relevant pages as the constitution governing this organisation.

Name …………………………………………..

Sign ………………………………………………

Date …………………………………………….

Name ……………………………………………

Sign……………………………………………….

Date ……………………………………………..