



TRUST DEED AMENDED

TRUST FOR DEMOCRATIC EDUCATION AND ACCOUNTABILITY

This Amended Trust Deed is made today on 8th day of March, 2013 at Islamabad to the Instruments/Deed of "Trust for Democratic Education and Accountability" made on 11th day of October, 2008 {registered at Sr.No.2068, Book No.4, Vol No.888 at pages No. 1 to 6 with Joint/Sub-Registrar Islamabad and amended Trust Deed registered No.2390 dated 18th November 2011 and its duplicate copy is pasted in Book No.4 Volume No.978 on pages 130 to 136, by Amjad Ali Shah S/O Syed Asghar Ali Shah, R/o House No.NW-363, Street 8, Koocha Sultan Rawalpindi.

"*Trust for Democratic Education and Accountability*" bearing principal office Hose No. 224, Margalla Road, F-10/3, Islamabad

Constitution of the Trust is as under:

Article (1) Name of the Trust

The name of the Trust shall be Trust for Democratic Education and Accountability (hereinafter referred to as the Trust)

Article (2) The Board of Trustees

The Trust shall be governed by a Board of Trustees (hereinafter referred to as the Board) comprising of:

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TDBA

600/4

JOINT REGISTRAR
Lic No 20

Presented for registration this deed of Trust by Syed Amjad Ali Shah S/O Syed Asghar Ali Shah, R/o House No.NW-363, Street 8, Koocha Sultan Rawalpindi before me in the office of the Joint Sub Registrar, Islamabad, this 8th day of Mar, 2013 between the hours 14 to 15.

Signature and fingerprint of the executant.

EXECUTANT:
Syed Amjad Ali Shah
CNIC No.37405-0384798-7

JOINT SUB REGISTRAR
ISLAMABAD

Execution & completion of this deed has been admitted by the said executant, who subscribes to and abide by all the terms set forth in the body of this deed.

He has been identified by M/S:

- 1. Adnan Muhammad Babar S/o Muhammad Sultan, CNIC No.13501-1349517-5
- 2. Hanan Amjad S/o ~~Amjad Hanam~~ CNIC No.61101-6271335-9

The witnesses are relied upon:

Signature and fingerprint of the first witness.

EXECUTANT:
Syed Amjad Ali Shah
CNIC No.37405-0384798-7

WITNESSES:

1. [Signature]
CNIC No.13501-1349517-5

2. [Signature]
CNIC No.61101-6271335-9

Handwritten notes at the bottom left: "Riffat Hussain Makh", "Advocate High Court", "Collected".

JOINT SUB REGISTRAR
ISLAMABAD

S#	Name	S/D /W/ O	CNIC #	Designation	Address
1	Muhammad Zahid Islam	Ch. Tufail Muhammad	35202-2760622-3	Chairperson	26-C/1, Faisal Town, Lahore.
2	Mr. Ghulam Sarwar Bari	Ch. Abdul Bari	61101-0333272-7	BoT-Member	House # 5, St # 58, F-10/3, Islamabad
3	Ms. Mossarat Qadeem	Abdul Qadeem Khan	17301-2959834-4	BoT-Member	PAIMAN House, Gulab Nagar, H-13 Off Shahrah-E-Kashmir, Golra Chowk. Islamabad.
4	Mr. Mukhtar Javed	M. Afsar Khan	13501-1348557-1	BoT-Member	H # 1692/C, Circular Road, Civil Lines, Abbottabad
5	Mr. Nasrullah	Muhammad Ghaus	54400:0472806-1	BoT-Member	32-D Shahbaz Town, Phase 2, Quetta.
6	Ms. Sadiqa Salahuddin	Ghazi Salahuddin	42301-5182504-2	BoT-Member	TT-3, 2 nd Floor, Mall Square, Zamzama Boulevard, Phase-5, DHA, Clifton, Karachi.
7	Mr. Zubair Ambia	Ghulam Ambia	17301-3116372-9	BoT-Member	Office # 203, 2 nd Floor, Block-A, City Tower, University Road, Peshawar.
8	Ms. Maimoona Noor	Muhammad Masood Khan	17301-6429848-6	BoT-Member	43-B/C(II) Sahibzada Abdul Qayum Road, University Town, Peshawar
9	Muhammad Younas Bandhani	Muhammad Yousaf	42501-1573879-1	BoT-Member	House # 2, Near Survey # 444, Near Tina Square Model Colony, Malir Town, Karachi.
10	Syed Ghaffar Shah	Syed Akram Shah	15602-0498517-9	BoT-Member	H # 15, Abdara Road, University Town, Peshawar.
11	Mr. Faiz-ur-Rehman	Muhammad Rahim Shah	11101-1523092-7	BoT-Member	House # 365/C, Muhallah Bhatia, Inside Kechahri Gate, Bannu
12	Syed Shah Nasir Khisro	Syed Muhammad Yousaf	16101-1597865-7	BoT-Member	H # 370-C, St # 70-A, G-11/2, Islamabad.
13	Owais Aslam Ali	Aslam Ali	42301-2962966-9	BoT-Member	Press Centre, Shahrah-e-Kamal Ataturk, Karachi.
14	Zaheer-ud-Din Baber Khattak	Ziauddin Khattak	17201-1407687-1	BoT-Member	House# 65, Street # 4, Sector J- 4, Phase-2, Hayatabad -Peshawar
15	Shakir Ishaq	Muhammad Ishaq Jan	17301-1510694-5	BoT-Member	17-A, Chinar Road, University Town, Peshawar

Article (3) Address of the Principal Office

The principal office of the Trust shall be **at House No. 224 Main Margalla Road Islamabad**. The Board, if deemed necessary, may change this office or address.

Article (4) Beneficiaries

The beneficiaries of the Trust will be general public of all ages, gender, race, ethnicity, creed and religions in Islamabad, four provinces of Pakistan, and Azad Jammu and Kashmir. The Board may also decide to extend the activities of the Trust to any place outside Pakistan.

Article (5) Objectives of the Trust

The aims and objects of the Trust shall be as follows:

- To educate people of all ages, gender, race, ethnicity, creed and religion about their democratic rights and responsibilities.

- To educate people of all ages, gender, race, ethnicity, creed and religion about the significance of engaging in all forms of democratic processes for democratic governance.
- To engage people and civil society groups in carrying out democratic accountabilities such as election observation, oversight of legislatures, government oversight and any other as may be decided by the Board and
- To undertake research and bring out periodic print and online publications in areas it deems fit in order to inform its work and for democratic education of general public.

Article (6) Powers & Responsibilities of the Board of Trustees:

In furtherance of the objects of the Trust, the Board shall have the powers to take any measures as it may deem fit to help the Trust to achieve its objectives. The Board shall:

- a. Take steps to ensure that the Trust is functioning in such a manner that is in harmony with its objectives.
- b. In advancement of its objectives and to ensure a maximum outreach to its beneficiaries, the Board shall form a network of Civil Society Organizations to be called the Free and Fair Election Network.
 1. The Board at its first meeting shall pass a resolution for internal governance and management of the network.
- c. Employ and pay any person or persons not being a Trustee to supervise, organize and carry out the operations of the Trust.
- d. To enter into contracts and borrow money for the purpose of the Trust and management of its properties and assets.
- e. To receive and accept gifts, grants, aids, donations, and to raise, establish and maintain funds and assets by subscriptions and contribution.
- f. To adjust, settle, compromise, compound or refer for arbitration all actions, suites, claims, demands, and proceedings regarding the Trust affairs.
- g. Co-operate and collaborate with governmental and non-governmental bodies with the purpose of furthering the objectives of the Trust.
- h. Make, amend and revoke rules and regulations for the functioning of the Trust including, but not limited to the following:
 - 1- The conduct of business including the time, place and method of calling meetings of the Board.
 - 2- Ensure all decisions in the Board meetings shall be made on the basis of two-third majority of the prerequisite quorum.
 - 3- Acceptance and termination of new members to the network.
- i. To seek legal opinion of lawyers and/or Chartered Accountants as and when required.

- j. To form sub-committees time to time as and/or when required for the execution of Trust objectives.
- k. The Trustees will not be entitled to receive any remuneration as Trustee but may reimburse themselves of all expenses actually incurred by them in connection with the Trust or their duties relating thereto.
- l. The Trustees may from time to time appoint one of them or any other person through resolution of the Trustees to be secretary who shall exercise such powers and authority as may be conferred upon him by the Trustees.
- m. From amongst one of the members of the Board one Trustee will be appointed as "**Chairperson**" of the Trust through resolution and he or she shall hold such office for one calendar year.

Article (7) Meetings

- a. The Board shall meet four times in a calendar year, as and when needed, for the disposal of business and review and oversee the operations and projects of the Trust.
- b. Such meetings will require a written notice of at least seven days.
- c. At least 10 members of the Board shall constitute the quorum.
- d. All decisions at the Board Meeting may be made through consensus of the required quorum. In the absence of consensus, 80 percent majority of the prerequisite quorum is required for any decision.
- e. The Board meetings shall be chaired by the Chairperson of the Board of Trustees. In case the Chair is not present, the Board shall choose one of its members to chair the meeting.
- f. The Trustees shall cause proper minutes of all their resolutions and proceedings to be kept and entered into the Minutes Book.
- g. ***A trustee shall attend the meeting of the Board of Trustees and cannot nominate any other person to represent him / her at the meeting of the Board of Trustees.***

Article (8) Trust Secretariat

The Board of Trustees shall set up a Secretariat to be headed by a **Chief Executive Officer** to carry out the day to day management of the Trust operations.

1. The Trust Secretariat shall be governed by administrative and financial policies to be approved by the Board of Trustees at its first meeting.
2. The Trust Secretariat shall manage all administrative, financial, legal and corporate matters of the Trust on behalf of the Board of Trustees.
3. ***The Board shall maintain a minimum staff at the Secretariat against positions that are essential to conduct the affairs of the Trust and sustain its operations. The Personnel employed against these positions shall be considered permanent staff of the Trust and include any position that the Trust may deem essential to sustain its legal, financial, networking, program, information technology and fund-raising operations.***

Article (9) Financial Administration

- a. The Financial year of the Trust shall be from 1st July to 30th June of the following year.
- b. The funds of the Trust shall be kept in a scheduled bank approved by the Board of Trustees.
- c. The bank account shall be operated by members from amongst a panel of *nine* persons to be authorized by the Board of Trustees. Panel 1 shall comprise three members of the BOT. **Panel 2 shall comprise three permanent staff members** of the Trust, **Panel 3 shall comprise three staff members** fully or partially paid by any project that TDEA is implementing. **All cheques above the value of Rs.150,000 shall be signed by three of the authorized members, one each from panel 1, panel 2 and panel 3. All cheques above the value of Rs.100,000 maximum up to Rs.150,000 shall be signed by two of the authorized members, one each from panel 2 and panel 3. All cheques value of Rs.100,000 or less shall be signed by any two authorized members from panel 3.**
- d. The accounts of the Trust shall be audited annually by Chartered Accountant appointed by the Board.
- e. For acquiring/disposing off any property/equipment shall be governed the Secretariat in a manner as determined by the Board of Trustees.
- f. The money, income and property of the Trust, however, shall be applicable solely towards the promotion of the aims and objectives of the Trust.
- g. No portion of the money, income and property of the Trust shall be paid or transferred directly or indirectly by way of profit, dividends, bonds or otherwise to any of its members or their relatives.

Article (10) Investment of Surplus money

- a. All monies, which shall not immediately required for current needs shall be invested by the Trustees in eligible securities and investments, or in banks. Such investments shall be in the name of Trust or Trustees.
- b. That the Trustees Shall manages such investments thereof as a prudent man would do the same.

Article (11) Appointment and Retirement of the Trustees

- a) A trustee may retire by writing under his hand and such retirement shall be recorded in the Minutes Books and shall be conclusive evidence of his/her retirement.
- b) The office of the trustee is vacated if a Trustee:
 - 1- Is disqualified from acting as a Trustee
 - 2- Become incapable by any reason of mental disorder, illness or injury of managing administrating his/her affairs.
 - 3- Resign his/her office by noticing in writing; or
 - 4- is absent from consecutive board meetings of the Trustees and/ or for good and sufficient reason three quarter of the other Trustees pass a resolution that such Trustees shall be removed from the office PROVIDED THAT a Trustee

faced with removal shall have the rights to be heard by the other Trustees before a vote is taken.

- c) If any trustee dies or retires or become incapable or unfit to act, the continuing or surviving trustee or trustees shall appoint a successor in the place of such trustee recorded in the Minutes Book and signed by the new Trustee and such record shall be conclusive evidence of his/her appointment.

1 – Eligibility Criteria for a trustee:

- i. A Citizen of Pakistan**
- ii. Having more than 10 years of professional experience that may be useful in furthering the objectives of the Trust.**
- iii. Having not been convicted by any court of law in any act of corruption, fraud and moral turpitude.**
- iv. Having not been declared of unstable mind by any court of law.**
- v. Having no affiliation with political parties its officer bearer.**
- vi. Having no affiliation with extremist group, terrorist group or any (illegal) group prescribed under the law.**

- d) Upon the appointment of a new trustee the trust properties shall vest in the new Trustee jointly with the continuing or surviving trustees, with the duties and power of the trustees set out herein above in this deed.

Article (12) Amendments in the Constitution

Amendment in the Constitution shall only be made in a special meeting of the Board of Trustees called for this purpose. A majority voting shall be necessary to make any amendment through consensus.

Article (13) Dissolution of Trust

In the event of dissolution or winding up of the Trust the assets remaining as on the date of dissolution shall under no circumstances be distributed amongst the Trustees after meeting all liabilities, if any, but the same shall be transferred to some other similar Trust/Organization whose objects are similar to those of this Trust with the permission of Court or any other law as may be applicable for the time being.

Oral bet



CERTIFICATE

Registered at No. 600 Book No. 4 Volume No. 1023 on pages 145 to 150 and a duplicate copy pasted in the Additional Book No. 4 Volume No. 1023 on butts 145 - 150 this 8th day of March 2013.

The executant and witnesses have signed in my presence.


JOINT SUB REGISTRAR
ISLAMABAD