



# Trustee Recruitment

## Islamic Centre of England

### Introduction

Since its establishment, the Islamic Centre of England<sup>1</sup> (**Centre**) has been a source of support for Muslims living in Britain and a place for non-Muslims to learn about Islam. The variety of educational, cultural and social activities delivered by the Centre has won it a reputation among Islamic centres in the West as a progressive and innovative organisation.

Now, after more than 25 years of continuous activity delivering educational, research, cultural and social activities in the field of Islam, the Centre is developing its activities further. The trustees of the Centre are seeking to identify and recruit new board members to serve as trustees, contributing their energy, commitment and ideas to the future development of the Centre.

This document summarises the process for selecting new charity trustees for the Centre in accordance with its governing document and sets out the approach the trustees propose to adopt.

### Section 1: Trustees' responsibilities and terms of appointment

1. The Centre is a charity established as a company limited by guarantee. As such, it is governed by articles of association, as most recently amended by special resolution passed with effect from 21 March 2023 (**Articles**).
2. The Centre is governed by the directors of the company who are also its charity trustees (**Trustees**).
3. According to the Articles, the Centre's board of Trustees (**Board**) is responsible for planning and supervising all the activities of the Centre.
4. Among other things, the Board is responsible for the process by which the Board is refreshed periodically to ensuring it has the right mix of skills, expertise and experience to fulfil its role. This involves overseeing the process by which new Trustees are appointed.
5. Trustees serve on a voluntary basis - they are not paid for fulfilling their role as charity trustees. Trustees may be reimbursed for properly incurred out of pocket expenses incurred in fulfilling their duties as charity trustees and can receive other benefits only in the limited circumstances provided for by the Articles.
6. As well as meeting the eligibility requirements set out in the Articles, all Trustees are required to agree to abide by the requirements of the Centre's Code of Conduct for Trustees (a copy of which can be found at Appendix 1).

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<sup>1</sup> The full, legal name of the Centre is Islamic Centre of England Limited. A charity of this sort can dispense with the need to include the word 'limited' in its name. That has not, at the time of writing, been done.

## Section 2: Trustee Eligibility Criteria

In selecting new Trustees, the Board must ensure that:

- the requirements of the Articles are met,
- potential Trustees also meet any eligibility requirements imposed by law (eg that they are not disqualified to act as charity trustees or as company directors by relevant statutory provisions),
- the Board as a whole has an appropriate mixture of skills, knowledge and experience.

### (i) Requirements of the Articles

The Articles provide that:

- The Board *'may appoint a person who is willing to act to be a trustee either to fill a vacancy or as an additional trustee provided that the appointment does not cause the number of trustees to exceed any number fixed by or in accordance with the articles as the maximum number of trustees'*.

(The Articles specify that there is no maximum number of Trustees *'unless otherwise determined by ordinary resolution'*. No such ordinary resolution has been passed.)

- *'At all times at least one of the trustees shall be a well reputed Religious Scholar recognized by any popular spiritual authority (Marja) of the time.'*<sup>2</sup>
- Trustees must be at least 18 years old and not disqualified by the provisions of Article 31, that is:
  - not disqualified from acting as a director by virtue of the Companies Act 2006,
  - not disqualified from acting as a director by virtue of the Charities Act 2011<sup>3</sup> any statutory re-enactment or modification of that provision),
  - still a Muslim,
  - not *'incapable by reason of mental disorder, illness or injury of managing and administering his own affairs'*,
  - not *'absent without the permission of the trustees from all their meetings held within a period of six months and the trustees resolve that his office be vacated'*.

Relevant extracts from the Articles can be found at Appendix 2.

### (ii) Eligibility requirements imposed by law

In addition to the requirements above, new Trustees must meet the following requirements:

- the HMRC's fit and proper persons check,
- a Disclosure and Barring Service (DBS) check, where appropriate.

The criteria applied to fulfil the fit and proper persons test are listed at Appendix 3. The Centre's approach to DBS checks is described at Appendix 4.

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<sup>2</sup> As at 3 October 2023, this requirement is met comprehensively: two of the current board members,

<sup>3</sup> Article 31 currently refers to s72 of the Charities Act 1993 or 'any statutory re-enactment or modification of that provision'

**(iii) Criteria set by the Board to ensure it has an appropriate mixture of skills, knowledge and experience**

The precise criteria set by the Board for recruiting new trustees will vary from time to time in response to the skills, knowledge and experience of the existing trustees, the strategic aims of the Centre, and the priorities determined by the Board as a result. The Board will review its skills, knowledge and experience at least once a year and amend its recruitment criteria in light of the results.

The Board has established core requirements for all Trustees to meet, and these are set out below. The additional criteria for Trustees to be considered eligible set by the Board from time to time will be published as part of the recruitment process.

People who are interested in joining the Board of the Centre must be able to demonstrate that they meet the following eligibility conditions. They must:

- be a practising Shia Ithna Ashari Muslim,
- believe in the structure of Ijtihad and the role of Mujtahid ('jurist consults' - jurists who may provide authoritative rulings on Islamic law),
- be familiar with Islamic culture and communities in the UK,
- be able to engage constructively with the various strands of Shia Islam in the UK,
- have at least 10 years experience in relevant community service,
  - be fluent in English,
  - have a right to reside in the United Kingdom,
  - have no formal association with a political party,
  - if joining the Board as a religious scholar:
    - a. produce written confirmation from at least one recognised religious authority (Marja),
    - b. hold at least a master's degree or a seminarian equivalent<sup>4</sup>,
    - c. demonstrate at least 10 years of experience in religious and Islamic activities,
- agree to comply with the Articles, rules made under the Articles (including those in this document), and the law and regulations of the United Kingdom, and have regard to Charity Commission guidance.

**Required skills and experience - 2023**

This year the Board is seeking to appoint three high quality Trustees with the attributes to contribute effectively to the governance of the Centre. As well as generic Trustee competencies and eligibility identified above, the following priorities were identified:

1. Ensuring the continuity, stability and 'organisational memory' of the Board and the support of the varied communities served by the Centre through retaining existing skills, knowledge and experience, and
2. Broadening the skills base of the Board in (any or all of) the following priority areas:
  - *fundraising experience - gained in the context of community based charities and / or Islamic organisations,*

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<sup>4</sup> For this purpose, anyone who has studied from a religious school for at least 10 years will be treated as holding the equivalent of an MA.

- *administrative and governance experience - and specifically experience of helping voluntary organisations design, introduce and monitor effective policies to comply with regulatory requirements,*
- *safeguarding experience - including familiarity with the challenges of introducing robust rules sensitively in a religious or other community based setting.*

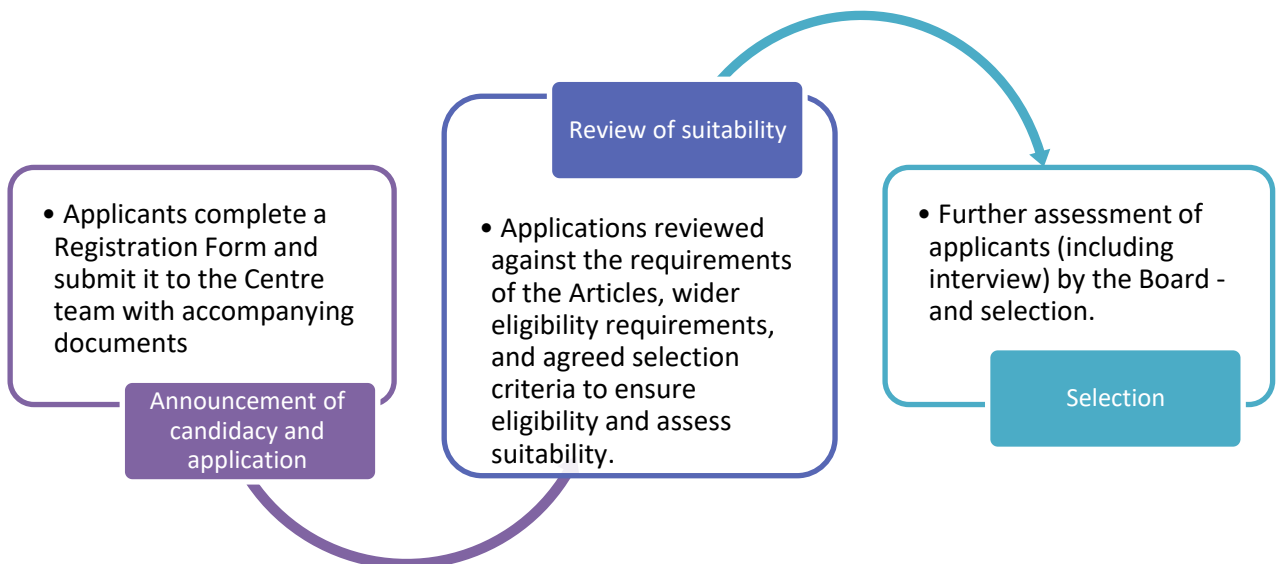
These criteria are intended to ensure that the Trustees will all be appropriately qualified, with relevant expertise and experience in the British Muslim community, to best enable the Board to fulfil its role of pursuing the charitable objects of the Centre and, by doing so, empowering the members of the Muslim community.

### Section 3: Trustee Selection Process:

The Board is committed to securing new Trustees with the commitment, skills, knowledge and experience to best equip them to help lead the Centre to achieve its charitable purposes. To ensure the highest standards of applicant, vacancies will be advertised widely. While this is likely to be achieved largely through Islamic networks, the Board will also consider placing adverts in national publications with a significant Shia Islamic readership, where appropriate, including any appropriate publications within the charity sector.

As well as ensuring a high standard of applicant, the Board believe it is essential that any candidate to join the Board has the support and acceptance of the communities served by the Centre. To achieve that, it is proposed that the wider congregation and other stakeholders of the Centre should be offered the opportunity to comment on proposed appointments.

The process for selecting new Trustees is therefore as follows:



1. Stage 1: individuals apply to join the Board, completing a Registration Form and Declaration of Eligibility and delivering them to the office of the Board at the Centre along with accompanying documents.

2. Stage 2: applications will be reviewed by the Board (or their nominee) against the requirements of the Articles, wider eligibility requirements, and agreed selection criteria to ensure each candidates eligibility and assess their suitability. The results of this process will be communicated to candidates and they will be invited to confirm their continued desire to stand to join the Board. The Board may also publish its assessment and indicate, for example, whether candidates meet the published criteria, during stage 3 below. Candidates are required to confirm their consent to us publishing their details for this purpose.
3. Stage 3: further assessment of applicants (including interview) by the Board - and selection.

**Application Timetable:** the trustees propose to advertise the Board's intention to recruit additional trustees for 14 days (i.e. there will be a period of 14 days from the publication of the advert for people to apply) and then a period for the Board to review and assess the applications and conduct the interviews.

#### **Section 4: Demonstrating Eligibility**

1. Candidates are responsible for providing evidence that they meet the conditions described at section 2 above. The Centre team will provide support with this process to help ensure that potential candidates are not deterred unnecessarily.
2. The Board is responsible for ensuring that the necessary eligibility requirements are met.
3. The table below summarises the steps to be followed in checking the compliance of candidates with the published eligibility criteria.

Candidacy condition(s)	Verification method
<ul style="list-style-type: none"> <li>Requirements of the Articles</li> <li>Fit and proper persons test</li> <li>Accepting Articles and associated rules</li> </ul>	<ul style="list-style-type: none"> <li>Trustee Eligibility Declaration - to be completed and signed by the candidate.</li> <li>Additional checks, where appropriate.</li> </ul>
<ul style="list-style-type: none"> <li>Identity, and</li> <li>Age requirement</li> </ul>	<ul style="list-style-type: none"> <li>Photo-ID</li> <li>Utility bill or other valid proof of address</li> </ul>
<ul style="list-style-type: none"> <li>Having at least a master's degree or a seminarian equivalent (where applicable).</li> </ul>	<ul style="list-style-type: none"> <li>A copy of the (degree) certificate</li> </ul>
<ul style="list-style-type: none"> <li>Right to residency in the United Kingdom.</li> </ul>	<ul style="list-style-type: none"> <li>Passport or other immigration documents</li> </ul>
<ul style="list-style-type: none"> <li>Written confirmation from at least one Imam or manager of an Islamic centre in the UK approving them as</li> </ul>	<ul style="list-style-type: none"> <li>Letters from approved institutions (see Appendix 5)</li> </ul>

an expert in the field of Islamic and religious activities (where applicable).	
<ul style="list-style-type: none"> <li>• 10 years experience in religious and Islamic activities.</li> </ul>	<ul style="list-style-type: none"> <li>• Documentary evidence of experience or letters from approved institution</li> </ul>
<ul style="list-style-type: none"> <li>• Fluency in English.</li> </ul>	<ul style="list-style-type: none"> <li>• To be assessed by the Board (in interview).</li> </ul>
<ul style="list-style-type: none"> <li>• DBS checks</li> </ul>	<ul style="list-style-type: none"> <li>• See Appendix 4</li> </ul>
<ul style="list-style-type: none"> <li>• Any additional criteria set by the Board</li> </ul>	<ul style="list-style-type: none"> <li>• Application form and Board assessment.</li> </ul>

### Section 5: Recruitment Process

1. The current members of the Centre's board of trustees are responsible for monitoring the recruitment process, confirming and announcing the appointment of new Board members.
2. See proposed timetable in Section .3

### Appendix 1

(Trustee Code of Conduct)

Link to: [Trustee Code of Conduct](#)

## **Appendix 2**

(Extracts from the Centre's Articles of Association)

### **MEMBERS**

2.

- (1) The subscribers to the memorandum and such other persons or organisations as are admitted to membership in accordance with the rules made under Article 56 shall be members of the Charity. No person shall be admitted a member of the Charity unless his application for membership is approved by the trustees.
- (2) Unless the trustees or the Charity in general meeting shall make other provision under Article 56, the trustees may in their absolute discretion permit any member of the Charity to retire, provided that after such retirement the number of members is not less than two.

### **TRUSTEES**

25. The number of trustees shall be not less than three but (unless otherwise determined by ordinary resolution) shall not be subject to any maximum.
26. The first trustees shall be those persons named in the statement delivered pursuant to section 10(2) of the Act, who shall be deemed to have been appointed under the articles. Future trustees shall be appointed as provided subsequently in the articles.

### **APPOINTMENT OF TRUSTEES**

29. The trustees may appoint a person who is willing to act to be a trustee either to fill a vacancy or as an additional trustee provided that the appointment does not cause the number of trustees to exceed any number fixed by or in accordance with the articles as the maximum number of trustees. At all times at least one of the trustees shall be a well reputed Religious Scholar recognized by any popular spiritual authority (Marja) of the time..
30. No person may be appointed as a trustee:
  - (1) unless he has attained the age of 18 years; or
  - (2) in circumstances such that, had he already been a trustee, he would have been disqualified from acting under the provisions of Article 31.

## **DISQUALIFICATION AND REMOVAL OF TRUSTEES**

31. A trustee shall cease to hold office if he:-

- (1) ceases to be a trustee by virtue of any provision of the Act or 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);
- (2) ceases to be Muslim;
- (3) becomes incapable by reason of mental disorder, illness or injury of managing and administering his own affairs;
- (4) resigns his office by notice to the Charity (but only if at least two trustees will remain in office when the notice of resignation is to take effect); or
- (5) is absent without the permission of the trustees from all their meetings held within a period of six months and the trustees resolve that his office be vacated.



### Appendix 3

(Fit and proper persons test - criteria)

1. I am not disqualified from acting as a charity trustee.
2. I do not have an unspent conviction for an offence involving deception or dishonesty.
3. I have not been involved in tax fraud or other fraudulent behaviour including misrepresentation and/or identity theft.
4. I have not used arrangements notified under the Disclosure of Tax Avoidance Schemes ("**DOTAS**") rules in Part 7 Finance Act 2004 in respect of which a reference number has been issued under section 311 of Finance Act 2004, where the arrangements featured charitable reliefs or which used a charity, and where my tax position has been adjusted by HMRC to wholly or partly remove the tax advantage generated by the arrangements and such adjustments have become final.
5. I have not used tax arrangements which have been successfully counteracted under the general anti-abuse rules (see Part 5 of Finance Act 2013 or section 10 National Insurance Contributions Act 2014, as enacted or as amended from time to time) where such counteraction has become final.
6. I have not been actively involved in designing and/or promoting tax avoidance schemes featuring charitable reliefs or which used a charity, and I am not:
  - a. a promoter named by HMRC under the Promoters of Tax Avoidance Schemes (POTAS) legislation in Part 5 of Finance Act 2014;
  - b. a promoter of any tax arrangements designed or intended to obtain for any person a tax advantage and such tax advantage has successfully counteracted by HMRC under the general anti-abuse rule (see Part 5 of Finance Act 2013 and section 10 National Insurance Contributions Act 2014 as enacted or as amended from time to time) and such counteraction has become final; or
  - c. a promoter of arrangements notified under DOTAS, in respect of which a reference number has been issued under section 311 of Finance Act 2004, and the tax position of all or any of the users of the arrangements has been adjusted by HMRC to wholly or partly remove the tax advantage generated by the arrangements and such adjustments have become final.
7. I am not an undischarged bankrupt.
8. I have not made compositions or arrangements with my creditors from which I have not been discharged.
9. I have not been removed from serving as a charity trustee, or been stopped from acting in a management position within a charity.
10. I have not been disqualified from serving as a company director.
11. I am not aware of any other circumstance which would deem me ineligible or unfit to be a charity trustee.